ATIA - 16(2)

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: May 21, 2019 7:41 PM
To: Gillis, Kelly (INFC); Peets, Gerard (INFC); Tremblay, Jenny (INFC)
Cc: Eyre, Jennifer (INFC); Faraday-Smith, Nancy (INFC)
Subject: Fw: "Urbanism Under Google: Lessons from Sidewalk Toronto"
Attachments: Urbanism under Google Lessons from Sidewalk Toronto.pdf; Summary of Urbanism Under Google.docx

Glenn Campbell
[redacted]
613 941 0722 (w)

From: Faraday-Smith, Nancy (INFC)
Sent: Tuesday, May 21, 2019 5:51 PM
To: Campbell, Glenn (INFC)
Cc: INFC.O IPI.admo-BSMA.IPI O.INFC; Tippins, Shawn (INFC); Khan, Irmeen (INFC)
Subject: RE: "Urbanism Under Google: Lessons from Sidewalk Toronto"

Glenn,
With thanks to Irmeen, please see attached a summary of the above-noted paper that [redacted] referred to the Deputy, as well as the full paper itself, which is sharply critical. Though lengthy, the paper spends a fair bit of time on already well-covered criticisms of the RFP process (without reference to, e.g., Waterfront's blog post or own testimony to the ETHI Committee on same). Some additional observations and a one-para summary are extracted below:

Observations

While generally well-researched with over 231 citations, the 45-page paper – which calls itself a case study in the introduction – is overwhelmingly tilted towards the narrative currently being advanced by critics of Waterfront's partnership with Sidewalk, e.g., #blocksidewalk and the CCLA. As the draft MIDP has not yet been finalized or released to the public, the basis for the authors' critiques is drawn, in part, on the PDA and other documents in the public domain, including various Public Roundtable presentations and online Waterfront and Sidewalk materials, as well as the Sidewalk presentation inadvertently disclosed publicly in February 2019, which the authors treat as a fait accomplit (e.g., use of "will" not "would" or "could"). The paper is most squarely focused on the Waterfront/Sidewalk partnership, with little mention of the existing or a proposed role for governments.

Summary

The paper's primary assertion is that **Sidewalk Toronto's vision is incompatible with "democratic processes, sustained public governance, or the public interest**" on the basis of: (i) secrecy and ambiguity surrounding the RFP and the subsequent agreements between Sidewalk and Waterfront Toronto; and (ii) the challenge of governance ("privatization, platformization and domination") in what Sidewalk is proposing. In Sidewalk and Alphabet/Google, the authors have concerns with the centrality and asymmetric power of a private corporate group. In concluding, the authors suggest support of pursuing urban innovation "even with private partners", but only in a way that rejects a central role for any one company.
Documents are saved here:

- Summary of Urbanism Under Google.docx (https://gcdocs.gc.ca/infc/llisapi.dll/link/2841591)
- Urbanism under Google Lessons from Sidewalk Toronto.pdf (https://gcdocs.gc.ca/infc/llisapi.dll/link/2841475)

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ATIA - 19(1)
ATIA - 16(2)

Happy to discuss,
Nancy

From: Campbell, Glenn (INFC)
Sent: May 21, 2019 7:27 AM
To: Faraday-Smith, Nancy (INFC) ; Tippins, Shawn (INFC)
Subject: Fw: "Urbanism Under Google: Lessons from Sidewalk Toronto"
Pls review asap
Glenn Campbell
[redacted]
613 941 0722 (w)

From: Eyre, Jennifer (INFC) <jennifer.eyre@canada.ca>
Sent: Monday, May 20, 2019 11:25 PM
To: Peets, Gerard (INFC); Campbell, Glenn (INFC)
Subject: Fwd: "Urbanism Under Google: Lessons from Sidewalk Toronto"
Sent from my iPhone

Begin forwarded message:

From: [redacted]
Date: May 20, 2019 at 3:53:31 PM GMT-4
To: "Rochon, Paul (FIN)" <paul.rochon@canada.ca>, "'Gillis, Kelly (IC) (kelly.gillis@canada.ca)'" <kelly.gillis@canada.ca>, "Mendelsohn, Matthew" <Matthew.Mendelsohn@pco-bcp.gc.ca>, "Peter Wallace (Peter.Wallace@tbs-sct.gc.ca)" <Peter.Wallace@tbs-sct.gc.ca>, "Knubley, John (IC)" <john.knubley@canada.ca>, "david.mcgovern@canada.ca" <david.mcgovern@canada.ca>
Subject: "Urbanism Under Google: Lessons from Sidewalk Toronto"

https://papers.ssrn.com/sol3/papers.cfm?abstract_id=3390610

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Summary of *Urbanism under Google: Lessons from Sidewalk Toronto*

by Ellen P. Goodman and Julia Powles (Link: Article), Fordham Law Review (forthcoming)

Observations

While generally well-researched with over 231 citations, the 45-page paper – which calls itself a case study in the introduction – is overwhelmingly tilted towards the narrative currently being advanced by critics of Waterfront's partnership with Sidewalk, e.g., #blocksidewalk and the CCLA. As the draft MIDP has not yet been finalized or released to the public, the authors' critiques are drawn, in part, on the PDA and other documents in the public domain, including various Public Roundtable presentations and online Waterfront and Sidewalk materials, as well as the Sidewalk presentation inadvertently disclosed publicly in February 2019 – with proposals therein treated as a fait accomplit (e.g., use of "will" not "would" or "could"). The paper is most squarely focused on the Waterfront/Sidewalk partnership, with little mention of the existing or a proposed role for governments.

Summary

The paper's primary assertion is that **Sidewalk Toronto's vision is incompatible with "democratic processes, sustained public governance, or the public interest**" on the basis of: (i) secrecy and ambiguity surrounding the RFP and the subsequent agreements between Sidewalk and Waterfront Toronto; and (ii) the challenge of governance ("privatization, platformization and domination") in what Sidewalk is proposing. In Sidewalk and Alphabet/Google, the authors have concerns with the centrality and asymmetric power of a private corporate group. In concluding, the authors suggest support of pursuing urban innovation "even with private partners", but only in a way that rejects a central role for any one company.

On RFP & Agreements:

The authors' main issue is that the **agreements leave several important questions unanswered** about privacy, data collection, data control, competition/intellectual property (IP), the business model, as well as more basic questions such as scope, privatized services, land ownership, infrastructure ownership, and ultimately, governance (i.e., who is in control). The article cites sources such as the AG report in their critique of the RFP process, raising familiar concerns that Waterfront chose Sidewalk without adequately consulting any of the appropriate governmental entities, and that **foundational agreements were approved outside of public view.**

In delving into the issue of data ownership and IP, the article challenges the proposed Civic Data Trust, which would mediate all use of the data collected in the physical space of the MIDP site, classified as "Urban Data" by Sidewalk. The authors argue that **by using the term "Urban Data" which is at present unrecognized in law, Sidewalk is creating a mechanism that would not be subject to any default privacy setting.** The authors continue that while Sidewalk's plan does mention that de-identification would be part of the data collection of Urban Data at the site, it does not explicitly put limits on data collection or use and does not mention surveillance-free zones. Further, the authors suggest that it is **ultimately unclear whether this type of Civic Data Trust has any basis in Canadian law**, how it fits in

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with Toronto's existing Open Data Master Plan, or Ontario and the Government of Canada's ongoing work on comprehensive data laws.

On Governance Challenges:

The article identifies three major "pitfalls" for the public: platformization, privatization, and domination.

The authors argue that one of the most significant feature of the deal embedded in to WT's RFP is the **delegation of public governance to a private platform, which may achieve private gain at the expense of the public.** For example, by wielding the "pen" on this project, Sidewalk may design the master plan for this neighbourhood to its own advantage – attempting to play the role of vertical real property developer, digital layer vendor, and infrastructure owner.

According to the article, Sidewalk's vision to see "the city as a data layer" or platform will see ubiquitous sensors feed data into flexible use of streets, building and public space to suit changing demands. However, by making driving speeds, curbside parking, etc. dynamic and demand-based, **the entity that controls the data becomes fundamentally responsible for law-making (and perhaps even enforcement)**, leaving traditional public administration "at the edge"**.**

Finally, the authors state that the nature of a smart city – which allows for **data tracking and analysis by governments and companies – creates information and power asymmetries over the public.** This is compounded by the fact that in the Sidewalk Toronto case, the risks of "domination" are even higher because of its resources and advantage over competitors in the data space.

Conclusion:

The authors conclude by arguing that ultimately, meaningful public engagement has been limited which has not allowed for a proper challenge to Sidewalk's proposed vision for governance. The authors' issue is with the asymmetric power of a private company that will be able to exercise control over every aspect of this site. According to them, public entities should seek independent review or impact assessments of each service in the project, and if it is too late for that, then at least pursue this type of urban innovation with private partners, without a central role for any one company.

URBANISM UNDER GOOGLE: LESSONS FROM SIDEWALK TORONTO

Ellen P. Goodman and Julia Powles[*]

(Forthcoming, Fordham Law Review)

DRAFT May 16, 2019

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[*] Ellen P. Goodman is Professor of Law at Rutgers Law School; Julia Powles is Associate Professor of Law and Technology at the University of Western Australia. The authors wish to thank Julie Di Lorenzo, Gabriel Ferrante, Anna Kramer, Shannon Mattern, Sean McDonald, Pamela Robinson, Molly Sauter, Mariana Valverde, and Bianca Wylie for their generous comments. Any mistakes belong to the authors.

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ABSTRACT

Cities around the world are rapidly adopting digital technologies, data analytics, and the trappings of "smart" infrastructure. These innovations are touted as solutions to help rationalize services and address rising urban challenges, whether in housing, transit, energy, law enforcement, healthcare, waste management, or population flow. Promises of urban innovation unite cities' need for help with technology firms' need for markets, and are rarely subject to evidentiary burdens about projected benefits (let alone costs). For the city, being smart is about functioning better and attracting tech plaudits. For the technology company, the smart city is a way to capture the value of data flows—either by directly monetizing behavioral insights or by using those insights to design or acquire services—and then realizing the network effects and monopoly rents that have characterized information technology platforms.

No company is more ambitious about exploring data flows and seeking to create and dominate networks of information than Google. In October 2017, Google affiliate Sidewalk Labs embarked on its first prototype smart city in Toronto, Canada, through a collaboration with the public-private development authority, Waterfront Toronto. Together, the project partners are planning a new kind of data-driven urban environment; "the world's first neighborhood built from the internet up."[1] The vision is for a neighborhood featuring state-of-the-art sustainable architecture, autonomous vehicles, sensor-based surveillance, and data-driven "responsive" services. Much of the vision draws from leading city planning ideas and foregrounds progressive ideals of inclusivity and sustainability. However, for the crucial first 18 months of the venture, many of the most consequential features of the Sidewalk Toronto project were hidden from view and unavailable for serious scrutiny. On basic questions about the proposed set of innovations, the players defied public accountability: questions about data collection, data control, privacy, competition, and procurement. Even more basic questions about the use of public space went unanswered: privatized services, land ownership, infrastructure ownership and, in all cases, the question of who is in control. The net result is that there can be no confidence that the Sidewalk Toronto vision is compatible with democratic processes, sustained public governance, or the public interest.

This article analyzes the Sidewalk Toronto project as it took shape in its first phase, prior to the release of the Master Innovation and Development Plan, exploring three major governance challenges posed by the imagined "city of the future": privatization, platformization, and domination. The significance of this case study

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[1] Emily Badger, *Google's Founders Wanted to Shape a City. Toronto Is Their Chance.*, NEW YORK TIMES (Oct. 18, 2017), https://www.nytimes.com/2017/10/18/upshot/taxibots-sensors-and-self-driving-shuttles-a-glimpse-at-an-internet-city-in-toronto.html. *See also* Daniel L. Doctoroff, *Reimagining Cities from the Internet Up*, MEDIUM (Nov. 30, 2016), https://medium.com/sidewalk-talk/reimagining-cities-from-the-internet-up-5923d6be63ba.

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applies well beyond Toronto. Google and related companies are modeling future business growth embedded in cities and using projects like Sidewalk Toronto as test beds. What happens in Toronto is designed to be replicated. We conclude with some lessons, highlighting the precarity of civic stewardship and public accountability when cities are confronted with tantalizing visions of privatized urban innovation.

I. INTRODUCTION

On Toronto's eastern waterfront, a mile from the city center, there is a 12-acre L-shaped plot of land that would come to be known as Quayside. The property is largely owned by Waterfront Toronto, a development corporation established in 2001 by the government of Canada, the province of Ontario, and the city of Toronto to assist in the renewal of Toronto's waterfront. Quayside came to international attention on October 17, 2017, when Sidewalk Labs—a wholly-owned subsidiary of the Google conglomerate, Alphabet Inc.—became the official "innovation and funding partner" for the site.[2] As such, it was tasked with helping to "create, realize and fund an unparalleled vision for sustainable urban development" at Quayside and, more significantly, to potentially scale its ideas to the vastly more substantial 880-acre eastern waterfront, encompassing the Port Lands public redevelopment area, adjacent the site.[3] With Sidewalk's involvement, the small and otherwise unremarkable patch of post-industrial land at Quayside quickly became the centerpiece of a heated debate, nationally and internationally, about innovation, privatization, privacy, surveillance, control, and the future of cities and urban life.

There was a certain giddiness to the relationship between Waterfront Toronto and Sidewalk Labs, evident not only in the proliferation of brightly-hued concept papers and public demonstrations imagining new infrastructure for the site,[4] but in the speed with which foundational agreements about the relationship between the parties and the bounds of the project were consummated -- all outside of public view. According to Ontario's Provincial Audit, the Board of Waterfront Toronto was given mere days to discuss and understand the implications of the initial Framework

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[2] *New District in Toronto Will Tackle the Challenges of Urban Growth*, WATERFRONT TORONTO, https://www.waterfrontoronto.ca/nbe/portal/waterfront/Home/waterfronthome/newsroom/newsarchive/news/2017/october/new+district+in+toronto+will+tackle+the+challenges+of+urban+growth (last visited Mar. 7, 2019).

[3] *Id.*

[4] Molly Sauter, *City Planning Heaven Sent*, E-FLUX ARCHITECTURE (Feb. 1, 2019), https://www.e-flux.com/architecture/becoming-digital/248075/city-planning-heaven-sent/ ("Sidewalk Toronto is, still, a digitally-bounded project, built out of renderings with persuasive power but no planning utility… fantastic, fantastical, and phantasmic").

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Agreement with Sidewalk, dated October 16, 2017, before being asked to approve it.[5] It did so under intense pressure, given that the Prime Minister, the Premier, and the Mayor had all been lined up to make the announcement public only days later.[6] Waterfront Toronto and Sidewalk kept this original Framework Agreement secret, apart from release of a short summary.

Even Toronto city officials were kept in the dark as concerns about ownership and governance percolated and the project attracted intense public interest and media attention.[7] It took nine-and-a-half months for the parties to release more details in another superseding agreement to agree (the Plan Development Agreement, dated July 31, 2018).[8] Yet even then, it was unclear what this project was all about or what Sidewalk and, more broadly, Alphabet's business model was: real-estate development, communications infrastructure, an Android operating system for the city? It was obvious, in the words of Ontario's Auditor General, that the project would implicate "intellectual property; data collection, ownership, security and privacy; legal issues; consumer protection issues; infrastructure development; and economic development," but Waterfront Toronto was charging ahead before any level of government had appropriate public policies in place on any of these matters.[9]

Wherever the Sidewalk Toronto project lands, and however much of the original vision is ever actually implemented, this first stage process of public-private collaboration reveals how public authorities and technology firms are presently positioned in the rush to create the "smart city." It signals too what happens when the audacious promises and political leverage of one of the most powerful companies

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[5] *Office of the Auditor General of Ontario Annual Report 2018*, 649, http://www.auditor.on.ca/en/content/annualreports/arreports/en18/v1_315en18.pdf [hereinafter, *Auditor General Report*].

[6] *Id.* at 691. This was not a unanimous vote, according to former Board Member, Julie Di Lorenzo: the Chair of the Investment and Real Estate Committee (Di Lorenzo) voted in Dissent, two Board Members were absent, and one Board Member abstained (Personal Communication, Apr. 2019).

[7] Brian Barth, *The Fight Against Google's Smart City*, WASH. POST (Aug. 8, 2018), https://www.washingtonpost.com/news/theworldpost/wp/2018/08/08/sidewalk-labs/ (Toronto City councilor Denzil Minnan-Wong was the only public official to see the Framework Agreement in his role as Waterfront Toronto Board member. He told his fellow councilors, at a meeting of the council's executive committee in January 2018, that "I know enough about the agreement that I think you would like to know more about the agreement [before you approve anything]").

[8] *Plan Development Agreement between Toronto Waterfront Revitalization Corp. & Sidewalk Labs LLC*, 33 (Jul. 31, 2018), https://sidewalktoronto.ca/wp-content/uploads/2018/07/Plan-Development-Agreement_July312018_Fully-Executed.pdf [hereinafter, *Plan Development Agreement*].

[9] *See* Auditor General Report, *supra* note 5, at 653 ("the Province lacks a policy framework to guide the development of a mixed-use smart city such as the one being contemplated for Quayside").

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in the world clash with the efforts of a small, expert, and determined band of citizens, journalists, and civic groups.

The article proceeds as follows. Section II is an examination of the first stage of the Sidewalk Toronto project, from the issuance of Waterfront Toronto's Request for Proposals concerning Quayside in March 2017 to the release of the Master Innovation and Development Plan in Spring 2019, focusing on secrecy, the studied ambiguity about land, data, infrastructure, and private ordering. The roll-out of Sidewalk Toronto in important ways follows other Google experiments in other cities and domains. There is the governmental eagerness to ease Google's entry, the allure of "patient capital" to support high-cost investments with long-term payoffs, and the cunning of a company with nothing to lose. Section III examines Sidewalk's vision of a "digital layer" interpenetrating urban life in the context of the developing notion of the "city as platform," analyzing the dangers of platform governance as envisioned by Sidewalk's proposal. Part IV concludes.

II. THE MAKING OF SIDEWALK TORONTO

Waterfront Toronto (WT) is a provincial not-for-profit corporation, with all three levels of government sharing equal, non-equity shares,[10] and a limited oversight capacity, exercised through the ability to select Board members, only two of whom may be public officials.[11] WT owns most of the land on the 12-acre Quayside site, with the hundreds of acres of adjacent waterfront lands mostly owned by the city of Toronto.[12] Leveraging its modest real-estate interest and comparatively larger redevelopment role, WT announced in the spring of 2017 an audacious vision to transform Quayside into a "globally significant demonstration project that advances a new market model for climate-positive urban developments"—"an exemplar of best practices and breakthrough solutions of global significance" that it saw as a "pilot environment" and "first step towards the longer-term vision for the broader eastern

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[10] CITY OF TORONTO, STAFF REPORT FOR ACTION ON WATERFRONT STRATEGIC REVIEW TO EXECUTIVE COMMITTEE (Jun. 19, 2015), https://www.toronto.ca/legdocs/mmis/2015/ex/bgrd/backgroundfile-81763.pdf; *see also* REPORT OF TORONTO DEPUTY CITY MANAGER, CLUSTER B WARDS: WARD 30 TO EXECUTIVE COMMITTEE, SIDEWALK TORONTO (Jan. 16, 2018) at 5, https://www.toronto.ca/legdocs/mmis/2018/ex/bgrd/backgroundfile-110745.pdf [hereinafter, *Report of Toronto Deputy City Manager*].

[11] Toronto Waterfront Revitalization Corporation Act, S.O., ch. 28 (2002) (Can.), s 5(2) (established in 2001 as the Toronto Waterfront Revitalization Corporation, WT became known by its current name in 2007).

[12] Marco Chown Oved, *Google's Sidewalk Labs Plans Massive Expansion to Waterfront Vision*, THE STAR (Feb. 14, 2019), https://www.thestar.com/news/gta/2019/02/14/googles-sidewalk-labs-plans-massive-expansion-to-waterfront-vision.html (70% City, 11% Ontario, the rest private).

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waterfront revitalization."[13] Whereas WT had previously pursued incremental mixed-use developments, it was now pivoting to an ambitious wholesale approach and seeking an "innovation" partner as a "co-master developer" to do it. By this point, it was already in discussions with Alphabet/Sidewalk, whose executives were on good terms with Prime Minister Justin Trudeau.[14]

A. The Beginning: From Request for Proposals to Framework Agreement

On March 17, 2017, WT issued its Request for Proposals (RFP) to identify a firm to create a "precedent-setting waterfront community" as a "testbed for emerging technologies, materials, and processes" on Toronto's eastern waterfront.[15] It sought a partner to create an "overall vision" and to identify the "technologies, infrastructure, strategies, measurable outcomes and downstream partners" necessary to ensure the delivery of a "globally significant demonstration project" on the Quayside portion of the lands.[16] The RFP involved no guarantees as to volume of work, and expressly provided that the agreement would not be an exclusive one.[17]

Sidewalk Labs LLC (Sidewalk) describes itself as an "urban innovation firm." Since the company's launch in June 2015,[18] it has focused on the research and development of pilot initiatives around digital connectivity and data-fueled community development, with the most prominent being its advertising-supported WiFi kiosk gambit on the streets of New York, LinkNYC.[19]

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[13] WATERFRONT TORONTO, REQUEST FOR PROPOSALS: INNOVATION AND FUNDING PARTNER FOR THE QUAYSIDE DEVELOPMENT OPPORTUNITY, Rfp No. 2017-13 at 9, 14, 20, https://sidewalktoronto.ca/wp-content/uploads/2018/04/Waterfront-Toronto-RFP-No.-2017-13.pdf [hereinafter, *RFP*].

[14] *See* Auditor General Report, *supra* note 5, at 706.

[15] *RFP Released Today to Find Partner for Precedent-Setting Project*, WATERFRONT TORONTO, https://waterfrontoronto.ca/nbe/portal/waterfront/Home/waterfronthome/newsroom/newsarchive/news/2017/march/waterfront-toronto-takes-first-step-in-building-quayside (last visited Mar. 7, 2019).

[16] *See* RFP, *supra* note 13, at 7-9, 14.

[17] *Id*. at 28 ("The Agreement to be negotiated with the selected Proponent will not be an exclusive contract for the provision of the described Partner Scope and Deliverables. Waterfront Toronto may contract with others for goods and services the same or similar to the Partner Scope and Deliverables or may obtain such goods and services internally").

[18] Steve Lohr, *Sidewalk Labs, a Start-Up Created by Google, Has Bold Aims to Improve City Living*, NEW YORK TIMES (Jun. 10, 2015), https://www.nytimes.com/2015/06/11/technology/sidewalk-labs-a-start-up-created-by-google-has-bold-aims-to-improve-city-living.html.

[19] *See, e.g.,* Aaron Shapiro, *The Urban Stack: A Topology for Urban Data Infrastructures*, 8 TECHNOSCIENZA 61, 66-69 (2018).

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Both Sidewalk and WT have roots in failed Olympic bids. Dan Doctoroff, founding CEO of Sidewalk, headed NYC's bid for the 2012 Olympics.[20] WT grew out of Toronto's bid for the 2008 Olympics.[21] From Doctoroff's telling, the entities were destined for each other: Sidewalk was searching the world for a place to prototype its synthesis of digital and physical infrastructure when Quayside—and Toronto, "probably the most diverse large city in the world"[22]—came calling.[23] For its part, WT was under some pressure to accelerate redevelopment after more than a decade of slow, but steady, progress.[24] It also needed cash: two decades of tripartite government funding were coming to an end in 2020/21, slashing the agency's finances and threatening its ongoing existence.[25]

Part of the story in Toronto is a divergence of views on the track record for waterfront redevelopment and WT's responsibility therefor. Doctoroff described what he viewed as a *century* of development failure and there was on Sidewalk's part a hubristic "we alone can fix it" attitude.[26] By contrast, defenders of public redevelopment identified significant strides (particularly in the commitment of substantial public funds to flood protection and environmental remediation) that would have been even greater

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[20] Shannon Mattern, *Instrumental City: The View from Hudson Yards, circa* 2019, PLACES JOURNAL (Apr. 2016), https://placesjournal.org/article/instrumental-city-new-york-hudson-yards ("Of course, data-driven urban planning has a long history").

[21] Marianna Valverde & Alexandra Flynn, *Mystery on the Waterfront: How the "Smart City" Allure Led a Major Public Agency in Toronto into a Reckless Deal with Big Tech*, CENTRE FOR FREE EXPRESSION (Dec. 3, 2018), https://cfe.ryerson.ca/blog/2018/12/mystery-waterfront-how-smart-city-allure-led-major-public-agency-toronto-reckless-deal [hereinafter, *Valverde & Flynn*].

[22] Freakonomics Podcast, *How to Build a Smart City* (Ep. 337) (Jun. 28, 2018), http://freakonomics.com/podcast/dan-doctoroff/.

[23] Daniel L. Doctoroff, *Sidewalk's Role as an "Essential Catalyst,"* SIDEWALKTALK (Oct. 17, 2018), https://medium.com/sidewalk-talk/sidewalks-role-as-an-essential-catalyst-f2c672481872 ("We had spent significant time searching for a place to bring ideas … to life, when Waterfront Toronto issued an RFP").

[24] *See* Valverde & Flynn, *supra* note 21.

[25] Report of Toronto Acting City Manager, All Wards to Executive Committee, *Waterfront Strategic Review* (Jun. 19, 2015), at 11-13, https://www.toronto.ca/legdocs/mmis/2015/ex/bgrd/backgroundfile-81763.pdf (showing government contributions diminishing from $1.38 billion between 2001-15, to $123.9 million between 2015-25).

[26] Canadian Club of Toronto, *Dan Doctoroff with Amanda Lang* (Apr. 16, 2019), https://www.mediaevents.ca/canadianclub-20190416-doctoroff/ ("for 107 years, [the waterfront] has stubbornly resisted development") [hereinafter, *Doctoroff at Canadian Club*]. *See also* RBC Disruptors Podcast, *Sidewalk Labs' Dan Doctoroff: Quayside and the Future of Cities* (Jan. 17, 2018) (Sidewalk's approach to Toronto was informed by a two-year research project, studying "over the past 50 years… 150 or so attempts to create smart cities or urban innovation districts… at some level, every single one of them has failed, or not got off the ground").

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absent austerity measures that have starved urban investment over the past several decades.[27]

It was in this context that WT received six submissions during the unusually short six-week period allotted for RFP responses.[28] Acting without input from city staff, WT invited three firms to continue on to the second stage, at which point Sidewalk was selected.[29] In its response,[30] Sidewalk proposed projects involving autonomous transit, high-rise laminated timber buildings, and underground utility channels,[31] and also promised to relocate Google's Canadian headquarters to the waterfront. A year later, Ontario's Auditor General found that WT chose Sidewalk precipitously without adequately consulting any of the appropriate governmental entities.[32] WT had first contacted Sidewalk about using Quayside as a pilot on June 27, 2016, ten months prior to issuing the RFP.[33] In itself, this might not be concerning as WT seems to have approached a number of parties prior to the call. What distinguishes the Sidewalk contact is that it might have originated higher up. Indeed, Prime Minister Trudeau himself hinted at such a possibility, referring at the launch of Sidewalk Toronto to the former Chairman of Google, stating, "Eric [Schmidt] and I have been talking about collaborating on this for a few years now, and seeing it all come together is extraordinarily exciting."[34]

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[27] *See* Valverde & Flynn, *supra* note 21.
[28] *See* Auditor General Report, *supra* note 5, at 690.
[29] *See* Report of Toronto Deputy City Manager, *supra* note 10, at 8.
[30] Sidewalk's full submission to the RFP is not public. What has been made available is a 200-page "vision section." Sidewalk Labs, *Project Vision* (Oct. 17, 2017), https://sidewalktoronto.ca/wp-content/uploads/2018/05/Sidewalk-Labs-Vision-Sections-of-RFP-Submission.pdf [hereinafter, *Vision*].
[31] *See Vision*. *See also* Peter Carr, *Interview with Pamela Robinson on the Sidewalk Toronto Waterfront Development and Smart Cities*, YOUTUBE (Feb. 12, 2018), https://youtu.be/EKLEbAbOPuU (in which Robinson aptly described the document as capturing "the greatest hits of urban planning").
[32] *See* Auditor General Report, *supra* note 5, at 652 ("The scope of the project, from self-driving vehicles to data collection, falls under multiple provincial and federal ministries and City departments, but Waterfront Toronto did not adequately consult with any of them prior to signing an initial agreement …and beyond").
[33] *Id.* at 689, 706.
[34] Sidewalk Labs, *Announcing Sidewalk Toronto: Press Conference Live Stream*, YOUTUBE (Oct. 17, 2017), https://youtu.be/A_yg_BsJy_o?t=783. It is clear from freedom of information requests that these comments were unscripted. At the same event, Eric Schmidt said "This is not some random activity from our perspective. This is the culmination of, on our side, almost 10 years of thinking about how technology could improve the quality of people's lives."

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WT and Sidewalk entered into a Framework Agreement on October 16, 2017,[35] which seemed to create a limited partnership called Sidewalk Toronto.[36] WT released a four-page summary of this agreement on November 1, 2017,[37] but the parties contracted to keep the full 29-page agreement confidential, sharing it with government staff only in a limited fashion.[38] It is worth noting that both the Framework Agreement and Plan Development Agreement refer to several other agreements that have not been made public.[39]

The secrecy surrounding the Framework Agreement caused significant public pushback, as well as criticism from public officials. A quirk of WT's constitution means that it is not subject to freedom of information requests and it can make public only what it wants under a voluntary policy.[40] This meant that even a freedom of information request on the confidentiality provision concerning the Framework Agreement was itself denied.[41] So the Framework Agreement was left a riddle wrapped in an enigma. Such secrecy might be unusual for a public authority, but it is not unusual for big tech, and is a particularly favored strategy of Google. As of this writing, Google is trying to build a new city called "Google village" in San Jose,

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[35] *Framework Agreement among Toronto, Waterfront Revitalization Corp., Sidewalk Labs LLC and Sidewalk Toronto LP* (Oct. 16, 2017), https://www.waterfrontoronto.ca/nbe/wcm/connect/waterfront/035e8ad1-6ba2-46f6-8915-707176baa40f/Framework+Agreement_Executed_SUPERSEDED.pdf?MOD=AJPERES [hereinafter, *Framework Agreement*].

[36] Sidewalk Toronto Limited Partnership (LP) is registered in British Columbia. The "general" partner is Sidewalk WT Master Developer GP, Ltd. and its mailing address is Google LLC. *See* Valverde & Flynn, *supra* note 21. There is no record of WT being a limited partner with Sidewalk and reason to believe that it could not legally be one. *Email correspondence from Mariana Valverde to Ellen P. Goodman* (May 12, 2019).

[37] Sidewalk Toronto, *Innovation and Funding Partner Framework Agreement Summary of Key Terms for Public Disclosure* (Nov. 1, 2017), https://sidewalktoronto.ca/wp-content/uploads/2018/05/Waterfront-Toronto-Agreement-Summary.pdf [hereinafter, *Summer of Framework Agreement*]. On the same day, and while due diligence was still underway, the WT and Sidewalk CEOs co-authored an opinion piece, Daniel L. Doctoroff & Will Fleissig, *'The Neighbourhood of the Future Will Start With Your Ideas'*, THE STAR (Nov. 1, 2017), https://www.thestar.com/opinion/commentary/2017/11/01/the-neighbourhood-of-the-future-starts-with-your-ideas.html.

[38] City of Toronto, *Agenda Item, 2018.EX30.9 – Sidewalk Toronto* (Jan. 24, 2018), http://app.toronto.ca/tmmis/viewAgendaItemHistory.do?item=2018.EX30.9.

[39] *See* Framework Agreement, *supra* note 35, cl 15 (referring to the "Initial Definitive Documents," including the Development Plan Budget and the Land Methodology). There are also various references to Implementation Agreements, as well as to Business and Implementation Plans.

[40] *Accountability Policies*, WATERFRONT TORONTO, http://www.waterfrontoronto.ca/nbe/portal/waterfront/Home/waterfronthome/about-us/accountability/policies (last visited Mar. 7, 2019).

[41] Bernard Rudny, *Civic Tech: We Tried to Get a Copy of the Sidewalk Toronto Agreement*, TORONTOIST (Apr. 12, 2018), https://torontoist.com/2018/04/civic-tech-tried-get-copy-sidewalk-toronto-agreement-heres-happened/.

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California, and has entered into a non-disclosure agreement with the city as it negotiates the land deal. Activists seeking details sued for more transparency.[42] As in Toronto, the details of how development will happen and what the costs and benefits are unknown. The city council went ahead and approved the sale.[43]

The Quayside Framework Agreement was an agreement to agree on a detailed overall master plan—the much referenced, but minimally elaborated, Master Innovation and Development Plan (MIDP). Ultimately, MIDP implementation would require necessary approvals and actions from the City of Toronto, including "planning, building and environmental approvals, right-of-way permits, road closings, real-estate transactions, and affordable housing requirements."[44] Sidewalk agreed to provide funding of up to US$10 million for plan development and pilot projects prior to the achievement of certain "initial plan milestones," and another US$40 million after. The Framework Agreement makes clear that Sidewalk wears four hats: land developer, urban planner, technology specialist, and services vendor. This paper will not address the land development portion, except to note that the Framework Agreement neither assured Sidewalk of any land development rights nor precluded them in the future.[45] There was, however, a clear connection between the land and Sidewalk: the company's continued involvement depended on a public contribution of CAN$1.25 billion in order for WT to complete a major flood protection project across the Port Lands, making the land viable for redevelopment. Full flood protection was accomplished in May 2018.[46] It was not clearly apparent that what Sidewalk planned was a "real-estate play" until many months after release of the Framework Agreement,[47] when Sidewalk's internal discussions were leaked to the press.[48]

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[42] Jennifer Wadsworth, *Lawsuit Targets Secrecy Agreements Linked to Google's Planned San Jose Campus*, SAN JOSE INSIDE (Nov. 13, 2018), http://www.sanjoseinside.com/2018/11/13/lawsuit-targets-secrecy-agreements-linked-to-googles-planned-san-jose-campus/.

[43] Roland Li, *San Jose Approves Google Land Deal: Police Remove Protesters as Council Closes Chambers*, SAN FRANCISCO CHRONICLE (Dec. 5, 2018), https://www.sfchronicle.com/business/article/Google-s-San-Jose-land-deal-vote-Police-remove-13443835.php.

[44] *See* Report of Toronto Deputy City Manager, *supra* note 10, at 5.

[45] *See* Framework Agreement, *supra* note 35, cl 25 ("For the avoidance of doubt, [WT] shall not be obligated to transfer any land to the Master Developer prior to the approval of the MIDP").

[46] *See* Auditor General Report, *supra* note 5, at 649.

[47] Though the company retreated from this position, in the deal's first coverage, Dan Doctoroff was quoted saying that it "primarily is a real-estate play": Alex Bozikovic, *Google's Sidewalk Labs Signs Deal for 'Smart City' Makeover of Toronto's Waterfront*, THE GLOBE & MAIL (Oct. 17, 2017), https://www.theglobeandmail.com/news/toronto/google-sidewalk-toronto-waterfront/article36612387/.

[48] See *infra*.

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B. Public Outrage: Between the Framework Agreement and the Plan Development Agreement

In the nine-and-a-half month period following announcement of the Sidewalk Toronto project, members of the public and public officials expressed concerns about data, secrecy, scope, the corporate role in planning, and the absence of public accountability. No one could figure out what Sidewalk's business plan was, how it would make money, how it would pay for the ambitious innovations it proposed, and what commitments it was prepared to make to the city for the long-term. Even the question of Sidewalk's ownership or role in managing real-estate was ambiguous.

Sidewalk prosecuted a remarkably effective public relations campaign, heralding its hope to "bend the curve on quality of life," particularly around affordability and sustainability. A major source of public concern was that a steward of public lands was creating public policy with, and via, a private vendor.[49] Sidewalk ran "public roundtables" as citizen engagement events with the flavor, but not the actual accountability, of public hearings. Citing this and other aspects of Sidewalk's public relations work, which accounted for a sizeable portion of the US$50 million the company contributed to the project,[50] the Canadian Civil Liberties Association called the whole process one of "governance by mercenary."[51]

At every stage, ambiguity, secrecy, and slipperiness have dogged the Sidewalk Toronto project. With Sidewalk being a Google-affiliated company, data issues were always going to be front and center. Experts immediately worried about surveillance.[52] At first, Sidewalk handled issues of data collection, data control, and

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[49] Bianca Wylie, *Google Is Still Planning a 'Smart City' in Toronto Despite Major Privacy Concerns*, MOTHERBOARD (Aug. 1, 2018) https://motherboard.vice.com/en_us/article/xwkv9z/google-planning-smart-city-toronto-despite-privacy-concerns ("Waterfront Toronto is ... a public corporation making policy with a vendor").

[50] Bianca Wylie, *Debrief on Sidewalk Toronto Public Meeting #3—A Master Class in Gaslighting and Arrogance*, MEDIUM (Aug. 19, 2018), https://medium.com/@biancawylie/debrief-on-sidewalk-toronto-public-meeting-3-a-master-class-in-gaslighting-and-arrogance-c1c5dd918c16 (emphasis in original) (The PDA budgets "more than US$11 million for "communications, external affairs and engagement". This program will "seek to *ensure support* for the master innovation and development plan among key constituents in Toronto"... The residents' reference panel is being paid for and run by a corporation. That's called a focus group").

[51] *Governing by Mercenary*, CANADIAN CIVIL LIBERTIES ASSOCIATION, https://ccla.org/governing-by-mercenary/ (last visited Mar. 7, 2019).

[52] *See, e.g.*, Jim Balsillie, *Sidewalk Toronto Has Only One Beneficiary, and it is Not Toronto*, THE GLOBE & MAIL (Dec. 5, 2017), https://www.theglobeandmail.com/opinion/article-sidewalk-toronto-is-not-a-smart-city/; Andrew Clement, *Sidewalk Labs' Toronto Waterfront Tech Hub Must Respect Privacy, Democracy*, THE STAR (Jan. 12, 2018), https://www.thestar.com/opinion/contributors/2018/01/12/sidewalk-labs-toronto-waterfront-tech-hub-must-respect-privacy-democracy.html.

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privacy by offering up general and vague principles (e.g., Privacy by Design, accountability, community benefit[53]) and making a particularly savvy hire, Ann Cavoukian, formerly the Information and Privacy Commissioner of Ontario, whom it had retained along with other prominent privacy professionals to help it develop privacy and data use policies. The summary of the Framework Agreement said that the parties "plan to continue to develop a thoughtful 'Privacy by Design' policy"—a reference to the design framework for which Cavoukian is best known, but there were no details. Nothing about privacy or data appeared in the Framework Agreement itself. It took seven months, or until May 2018, before a high-level statement of guiding principles for data use emerged. Somewhat ironically, given the controversy over the project's secrecy, principles of transparency, proactive engagement, and community trust were chief among them.[54]

Lead critics swiftly connected concerns over data to concerns over governance and to a fundamental challenge to autonomy and freedom in urban space. Bianca Wylie, co-founder of the technology advocacy group Tech Reset Canada, quickly became an authority, reporting comprehensively and expertly on the spawning project.[55] Testifying before the Toronto City Council in January 2018, she argued that "the biggest issue is not privacy, it's governance." We need to think about the "data infrastructure…the way we think about critical physical infrastructure. It cannot be proprietary."[56] Following this meeting, the Executive Committee of the Council referred a request to the Director of the WT Secretariat, requesting that WT "investigate the feasibility of establishing a democratically representative residents' advisory group with a fiduciary duty to look after residents' digital interests and to have the goal that all data collection be anonymous by default"[57]—two elements that, at least before the release of the MIDP, did not further materialize. There was a growing recognition that the initial framing of the project had sidelined the question of first principles: should people be tracked in the public realm in the first place, and who should benefit? As Wylie put it, "When did we as a society say that however we

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[53] *Our Approach to Data Privacy*, SIDEWALK LABS, https://sidewalktoronto.ca/wp-content/uploads/2018/05/Sidewalk-Labs-Approach-to-Privacy.pdf (last visited Mar. 7, 2019).
[54] *Responsible Data Use Policy Framework*, SIDEWALK LABS (May 1, 2018), https://sidewalktoronto.ca/wp-content/uploads/2018/05/Sidewalk-Toronto-Responsible_Data_Use_Framework_V0.2.pdf.
[55] *See, e.g.*, Bianca Wylie, *Smart Cities Need Smart Governance*, THE GLOBE & MAIL (Dec. 5, 2017), https://www.theglobeandmail.com/opinion/smart-communities-need-smart-governance/article37218398/. *See also*, Laura Bliss, *Meet the Jane Jacobs of the Smart Cities Age*, CITYLAB (Dec. 21, 2018), https://www.citylab.com/life/2018/12/bianca-wylie-interview-toronto-quayside-protest-criticism/574477/.
[56] Deputation of Bianca Wylie to Toronto City Council Executive Committee on Sidewalk Toronto (Jan. 24, 2018), https://medium.com/@biancawylie/my-deputation-to-torontos-executive-committee-on-sidewalk-toronto-jan-24-2018-ee25785bc44e.
[57] *See* City of Toronto, *supra* note 38.

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move around in public space—that this is something we want to share and commodify?"[58]

A second aspect of studied ambiguity in the roll-out of Sidewalk Toronto was the most basic issue of scope, and the category difference between the 12-acre Quayside plot, and the 880-acre eastern waterfront, encompassing the Port Lands and surrounding area. In its RFP, WT scoped the project to the Quayside site, but also framed the project as a pilot for revitalization in the broader eastern waterfront.[59] The summary of the Framework Agreement stated that both Quayside and the eastern waterfront would be included in planning for the MIDP.[60] A report prepared for City Council, by contrast, stated confidently that the MIDP "will address the 12-acre Quayside site" and that "[i]t is premature for City Council to be making decisions about implementation related to the redevelopment of the Port Lands."[61] The apparent tension between the summary document and the City's position created confusion; well into the project, "senior city officials were still expressing concerns" that WT was working with Sidewalk on the Port Lands when the officials thought the scope should be more limited.[62]

The ambiguity about land fed an anxiety that public assets were being sold short on the promises of a gleaming new city of the future.[63] Sidewalk's investment of US$50 million began to look a little less generous once CAN$1.25 billion had been invested to ready the Port Lands for development.[64] WT's own limited financing at the time

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[58] Chris Rattan, *Torontonians Should Take Control of Their Data*, NOW TORONTO (May 23, 2018), https://nowtoronto.com/news/owns-data-toronto-smart-city/.

[59] *See* RFP, *supra* note 13, at 6 ("it may be beneficial to advance the solutions, processes, and partnerships proven successful through the project to subsequent developments on the eastern waterfront"). *See also* visualizations in Framework Agreement.

[60] *See* Summary of Framework Agreement, *supra* note 37.

[61] *See* Report of Toronto Deputy City Manager, *supra* note 10, at 3.

[62] Jeff Gray & Josh O'Kane, *Waterfront Toronto, Sidewalk Labs Walk Back Plans in New Deal*, THE GLOBE & MAIL (Jul. 31, 2018), https://www.theglobeandmail.com/canada/toronto/article-new-deal-between-waterfront-toronto-and-sidewalk-labs-walks-back-some/ (describing letter from interim city manager Giuliana Carbone to Waterfront Toronto calling for more clarity around the city's role in approving any use of its land and seeking explicit statement that the project was for Quayside only).

[63] Jamie Powell, *Sidewalk Toronto: Delays and NDAs*, FINANCIAL TIMES (Jul. 2, 2018), https://ftalphaville.ft.com/2018/07/02/1530507600000/Sidewalk-Toronto—delays-and-NDAs/ ("the opportunity cost of leaving the waterfront site undeveloped until Google-fication is rolled out en masse theoretically totals billions of Canadian dollars").

[64] Memorandum to the Prime Minister from Serge Dupont (then Deputy Clerk of the Privy Council Office), *Waterfront Toronto Project* (Feb. 21, 2017), discovered through freedom of information request ("WT has indicated that it will be difficult to get a technology partner with deep pockets to commit to their smart city vision without a commitment of governments to fund the [Port Lands Flood Protection Project], which would provide a valuable location for the partner to scale up").

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of the RFP award, and its need to secure ongoing funds made Sidewalk's contribution seem larger than it was in comparison to what the public was contributing. Sidewalk messaging about the economic value of Quayside suggested that the unimproved land was not worth all that much. While its book value for WT was only about $40 million, the actual value was more than 10 times this because the land had already been rezoned for the more desirable mixed-use development.[65] This discrepancy only added to the sense that the project was moving too fast and returning to the public something significantly less than full value.

Over the summer of 2018, the Sidewalk Toronto project was not moving smoothly. WT's CEO Will Fleissig resigned,[66] forced out under pressure from the Board.[67] Several weeks later, and for entirely different reasons, one of WT's most prominent and experienced Board members, real-estate developer Julie Di Lorenzo, resigned, claiming that contractual provisions with Sidewalk (effectively requiring consensus positioning between WT and Sidewalk) prevented her from exercising her fiduciary duties over a project that had disappointed her from its commencement.[68] She expressed dismay that Sidewalk had become WT's "filter, gatekeeper, and agent," that it was being permitted to operate outside of the agency's procurement protocol, and that numerous questions about digital governance and privacy remained unanswered.[69] The Plan Development Agreement was signed immediately after Di Lorenzo's resignation. In addition, there were resignations from the new Digital Strategy Advisory Panel that WT had set up to advise on data issues, citing concerns about the lack of transparency, integrity, and trust in the process and parties involved.[70]

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[65] Mariana Valverde, *Public Lands, Private Control, and Housing Needs in the 'Smart City' Quayside Development*, CENTRE FOR FREE EXPRESSION (Dec. 4, 2018), https://cfe.ryerson.ca/blog/2018/12/public-lands-private-control-and-housing-needs-smart-city-quayside-development (estimates of value of Quayside "as it is already zoned" is "$500 to $600 million").

[66] Inori Roy, *Waterfront Toronto CEO Will Fleissig to Step Down*, THE STAR (Jul. 4, 2018), https://www.thestar.com/news/gta/2018/07/04/waterfront-toronto-ceo-will-fleissig-to-step-down.html.

[67] Amanda Roth, *Fleissig, CEO of Waterfront Toronto, Pressured Out By Board*, THE LOGIC (Jul. 6, 2018), https://thelogic.co/news/exclusive/fleissig-ceo-of-waterfront-toronto-pressured-out-by-board/.

[68] David Rider, *Waterfront Toronto Deal With Google Sister Company is 'Shortchanging' City, Says Board Member Who Quit*, THE STAR (Aug. 2, 2018), https://www.thestar.com/news/city_hall/2018/08/02/waterfront-toronto-deal-with-google-sister-company-is-shortchanging-city-says-board-member-who-quit.html.

[69] *Ibid*.

[70] Milan Gokhale, *Towards a More Equitable Sidewalk Toronto*, CENTRE FOR FREE EXPRESSION (Oct. 27, 2018), https://cfe.ryerson.ca/key-resources/commentary/towards-more-equitable-sidewalk-toronto.

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C. Emerging Scope: Between the Plan Development Agreement and the Master Innovation and Development Plan

On July 30, 2018, the Plan Development Agreement (PDA)[71] between WT and Sidewalk replaced the Framework Agreement, which was finally made public on the same day it became defunct. The published texts—of both the new and old agreements—offered for the first time some clarity on scope. In terms of land, the full text of the Framework Agreement revealed that the parties wanted the "solutions, processes and partnerships" developed at Quayside to be applied "to subsequent developments on the eastern waterfront, as those lands become available."[72] Further, an express part of the workplan included determining "a process for the transfer and valuation of land for purposes of implementation of the MIDP."[73] The PDA continued this theme, stating that the MIDP "will include both plans for the Quayside Parcel and plans at scale, including for the [eastern waterfront]," and acknowledging that this could extend to "lands not owned or controlled by the Parties."[74]

The clearest expression of scope appears in the exclusivity provisions of each agreement. Both the Framework Agreement and the PDA prohibited WT from investigating *any* other development of the entire eastern waterfront during the term of each respective agreement, i.e. until the MIDP was approved or the parties terminated the agreement.[75] This period was envisaged in the PDA to extend out to December 31, 2019, and potentially further,[76] i.e. well over two years after Sidewalk won the RFP. This was despite the unambiguous provision in the RFP stating that WT would *not* be entering into an exclusivity arrangement with its innovation and funding partner[77]—a total change in position that accounts, perhaps, for some of the parties' confounding secrecy surrounding the agreements.

Three schedules of the PDA are of particular note: procurement, intellectual property, and digital governance. One of the Framework Agreement's milestones for continued collaboration between Sidewalk and WT had been agreement on "fair and arms'-length procurement standards for any future procurements" on the site.[78] The procurement schedule established that Sidewalk would control procurement before implementation of the MIDP, at its option using competitive procedures or sole

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[71] *See* Plan Development Agreement, *supra* note 8, cl 33.
[72] *See* Framework Agreement, *supra* note 35, cl 8, 12, 18.
[73] *Id.*, cl 15.
[74] *See* Plan Development Agreement, *supra* note 8, schedule B, cl 1.03.
[75] *See* Framework Agreement, *supra* note 35, cl 45; *see also* Plan Development Agreement, *supra* note 8, cl 11.01.
[76] *See* Plan Development Agreement, *supra* note 8, cl 9.
[77] *Supra* note 17 at 3.19.
[78] *See* Framework Agreement, *supra* note 35, cl. 14.5 and Schedule 1.

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sourcing.[79] After implementation, procurement standards would "seek to balance – in the public interest – the use of market-based sourcing, on the one hand, and the direct facilitation of Purposeful Solutions [technological innovations with no suitable market alternatives] for innovation."[80] In other words, the PDA envisaged that development of the site would be a mix of competitive procurement and sole-sourcing. What this means in practice is that Sidewalk, as the technology partner, would be in a position to create technology procurement needs for which it or another Alphabet/Google company would be "Purposeful Solution" or sole-source providers. Again, this is anomalous for WT, given the authority's statement that, "Since inception, our funding agreements with our government partners have prohibited us from sole sourcing any contract worth more than $75,000."[81]

Moving to intellectual property, how the benefits of innovation connected to the project will be distributed between the parties is addressed in the intellectual property schedule. Here too, Sidewalk seems to be walking away with a sweet deal. The PDA is ambiguous about just who will own the data and insights generated by the Sidewalk Toronto project. The definition clause identifies that various types of intellectual property will be part of the project, including copyright material, IP in various products and services, potential patentable inventions, and brands. It also states that "other types of Intellectual Property may arise in the course of the MIDP, including data."[82] This is followed by a clause substantially similar to what Google-affiliates have used before with public partners.[83] In setting out what is described as the "IP-related value drivers" brought by each partner to the project, the PDA notes that Sidewalk brings "its experiences and learnings accumulated in other markets" (limited, of course, given its 2015 start).[84]

WT brings something rather more tangible: first, "a meaningful test bed and product/service trial venue at the MIDP site," and second, "responsible *access to datasets* necessary or useful to the design or prototyping of Products and Services" (our emphasis).[85] Strikingly, only the test bed is recognized as a compensable contribution, with the goal being to ensure that the public is "reasonably compensated" for the opportunities provided by the test bed.[86] By contrast, there is

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[79] *Id.*, schedule D, cl 1.01 (Sidewalk "may provide for competitive procurement (including an invitational process soliciting bids from a set of qualified bidders) in appropriate circumstances and may provide for sole sourcing in appropriate circumstances").
[80] *Id.*, schedule D, cl 1.02.
[81] *Awarded Contracts*, WATERFRONT TORONTO, https://waterfrontoronto.ca/nbe/wcm/connect/waterfront/waterfront_content_library/waterfront+home/procurement/awarded+contracts/awarded+contracts (last visited Mar. 7, 2019).
[82] *See* Plan Development Agreement, *supra* note 8, schedule G, cl 2.
[83] Julia Powles & Hal Hodson, *Google DeepMind and Healthcare in an Age of Algorithms*, 7 HEALTH TECHNOL. 351, 354 (2017).
[84] *See* Plan Development Agreement, *supra* note 8, schedule G, cl 3.
[85] *Id.*
[86] *Id.,* schedule G, cl 6.

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a notable silence about any compensation for access to datasets. This detail is a key plank of Sidewalk's data strategy, and an important foundation for future developments. The short shrift given to WT-furnished data contrasts with the express recognition that Sidewalk will have exclusive ownership of any IP that is generated on the site and not specified or required by the deal—what is termed in the agreement, "Non-MIDP Site IP."[87]

The data questions become more interesting in connection with the schedule on digital governance, which sets out seven guiding digital design principles—high-level aspirations for the collection and use of data in the project, incorporating many best practices. The language is ambitious, bordering on hyperbole. For example, one of the principles is to "create the most privacy protected/citizen–centered set of policies and governance structures in the world."[88] Another, picking up a trend from Europe, is to "explore novel forms of data governance, such as … an independent data trust with representation by both data subjects and citizens more generally."[89] The principles also envisage "Novel ownership structures for non-personal data, and associated open protocols and rules, to ensure public policy objectives are met, including access by and potential ownership of data by Waterfront Toronto, the City of Toronto, Province of Ontario or Government of Canada or other such third parties as deemed appropriate by the Parties."[90] It is not clear how this schedule interacts overall with the provisions just outlined in the intellectual property schedule, but the PDA does provide that "Data ownership will be addressed in greater detail through the MIDP."[91]

Some months after release of the PDA, and one full year after the RFP was awarded, Sidewalk elaborated on its data governance vision with what it called a "Civic Data Trust" for the Sidewalk Toronto project.[92] Under the proposal, all data collected for the first time (or, we might say, "natively") in the physical space of the MIDP site would be classed as "Urban Data," and all access to, and use of, this data would be mediated by the Civic Data Trust, which would treat all applications—from Sidewalk or anyone else—on the same terms.[93] In passing, the proposal

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[87] *Id.,* schedule G, cl 5.
[88] *Id.*, schedule I, principle 1.
[89] *Id* ("The trust could carry a fiduciary responsibility to serve and balance data subject and public interest within a framework that treats privacy from both a public as well as a private good perspective").
[90] *Id.*, schedule I, principle 2.
[91] *Id*.
[92] Sidewalk Labs, *Digital Governance Proposals for DSAP Consultation* (Oct. 16, 2018), https://waterfrontoronto.ca/nbe/wcm/connect/waterfront/41979265-8044-442a-9351-e28ef6c76d70/18.10.15_SWT_Draft+Proposals+Regarding+Data+Use+and+Governance.pdf?MOD=AJPERES.
[93] *Id.*, slide 8, 37; *see also* Alyssa Harvey Dawson, *An Update on Data Governance for Sidewalk Toronto,* MEDIUM (Oct. 16, 2018), https://medium.com/sidewalk-talk/an-update-on-data-governance-for-sidewalk-toronto-d810245f10f7.

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distinguishes data collected through websites or mobile phones, but does not expressly exclude or limit those sources if they are designed by Sidewalk or otherwise collecting native or original data.[94]

Through the mechanism of a trust, Sidewalk was really proposing to unilaterally redefine all data collected within the MIDP site—from public spaces, as well as private ones, including apartments, homes, and offices "not controlled by those who occupy them" (i.e. including any leased space, or anywhere offered "as a service")—as Urban Data.[95] This sleight of hand, creating a term unrecognized in law, would effectively negate any default privacy setting: everything done within the bounds of the Sidewalk Toronto project would be potentially up for grabs.[96] As Sean McDonald said in relation to the proposal, "proposing that Toronto should base ownership determinations on the urbanity of a data set is a departure from Canadian data ownership law and a precedent that, if approved could extend far beyond this project."[97] Sidewalk recommended that Urban Data should be "de-identified" by default, presumably by those collecting the data.[98] It also offered platitudes that the trust mechanism "would be on top of—not in place of—existing law, regulation, and government enforcement."[99] For all that, it is notable that the trust mechanism envisaged *no* limits on data collection or use, nor did it ensure that there will be surveillance-free zones.[100] De-identification is a flea on the back of the elephant of data collection. Further, and radically, the proposal takes the position that all de-identified data (notwithstanding the problems associated with that concept) should be "open, free, and available" by default—under a self-certification scheme that involves no substantive review.[101] This is the flea goading the elephant on a rampage.

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[94] *Id.*, slide 14 ("Urban Data is anchored to geography, unlike data collected through websites and mobile phones, and lends itself to local governance"),

[95] *Id.* ("Urban Data is data collected in a physical space in the city, which includes: public spaces, such as streets, squares, plazas, parks, and open spaces; private spaces accessible to the public, such as building lobbies, courtyards, ground-floor markets, and retail stores; and private spaces not controlled by those who occupy them (e.g. apartment tenants.)" and slide 16 ("Urban Data Type 1: Collected in the public realm (e.g. pedestrian counters, street-facing cameras… Type 2: Collected in privately-owned but publicly accessible spaces… e.g. cameras… Type 3: Collected in fully private spaces, generally homes or offices (e.g. thermostats, home security cameras, sensors for building code compliance)".

[96] Sean McDonald, *Toronto, Civic Data, and Trust* (Oct. 17, 2018), https://medium.com/@McDapper/toronto-civic-data-and-trust-ee7ab928fb68 ("The proposal advocates for Toronto to specifically consider "urban" data as a unique category, which is then treated differently—here, "urban" data would be declared a "public asset," and then published… Proposing quasi-nationalization of data is a big deal").

[97] *Id.*

[98] *See* Digital Governance Proposals for DSAP Consultation, *supra* note 92, at slide 9.

[99] *Id.*, slide 13.

[100] *See* danah boyd & Kate Crawford, *Critical Questions for Big Data*, 15 INFO., COMM. & SOC'Y 662, 662–79 (2012).

[101] *See* Digital Governance Proposals for DSAP Consultation, *supra* note 92, slide 13, 15, 16.

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Experts question whether the trust has any basis in Canadian law,[102] and though it was proposed to ameliorate Sidewalk's monopolization of data, the proposal provided no defense against the company effectively enclosing the benefits of a data commons using a dominant position in data collection and analytics.[103] One of the characteristics of vendor-made policy is that it need not tie in with other governmental efforts. So here, it is unclear how a data trust into which all public data is deposited fits in with Toronto's existing Open Data Master Plan,[104] for example, or the work that Ontario and Canada are undertaking on comprehensive data laws.

Even more fundamentally, the trust proposal distracts from the first order questions. Of these the very first is: why is a vendor making policy? Next, asked an observer, "why are we collecting any data at all?"[105] And finally, what happened to privacy by design? Within four days of the announcement of the Civic Data Trust, Sidewalk's most prominent privacy defender, Ann Cavoukian, resigned because she said Sidewalk had reneged on its promise that all data would be de-identified at the source.[106] Her departure over such a basic feature of data flows, fully one year into the project, showed just how undeveloped or at least undisclosed the data policies were.[107]

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[102] Trusts under Canadian law are ways to manage assets that are owned for the benefit of specific beneficiaries. Who owns the data that is contributed to the data trust? Since trust owners designate beneficiaries, who would Sidewalk and other platform companies designate? *See* Mariana Valverde, *What is a Data Trust and Why are we Even Talking About it? Sidewalk Labs' Magic Tricks*, CENTRE FOR FREE EXPRESSION (Jan. 14, 2018), https://cfe.ryerson.ca/blog/2019/01/what-data-trust-and-why-are-we-even-talking-about-it-sidewalk-labs'-magic-tricks ("de-identifying data doesn't make it public, it just steers commercialization into certain channels; and making privately owned data sets available doesn't make them publicly owned"). *See also* TORONTO BOARD OF TRADE, BIBLIOTECH, BEYOND QUAYSIDE: A CITY-BUILDING PROPOSAL FOR THE TORONTO PUBLIC LIBRARY TO ESTABLISH A CIVIC DATA HUB (Jan. 2019), https://www.bot.com/Portals/0/Bibliotech – Final – Jan 8.pdf (proposing that governance of Quayside data be moved to the public library).

[103] *See generally*, JOSE VAN DIJCK, THOMAS POELL & MARTJIN DE WAAL, THE PLATFORM SOCIETY: PUBLIC VALUES IN A CONNECTIVE WORLD (Oxford, UK: Oxford University Press, 2018) at 154-5; ROB KITCHIN, THE DATA REVOLUTION: BIG DATA, OPEN DATA, DATA INFRASTRUCTURES AND THEIR CONSEQUENCES (London: Sage, 2014) at 61.

[104] *Open Data Master Plan*, CITY OF TORONTO, https://www.toronto.ca/city-government/data-research-maps/open-data/open-data-master-plan/ (last visited Mar. 7, 2019).

[105] Milan Gokhale, *Towards A More Equitable Sidewalk Toronto*, CENTRE FOR FREE EXPRESSION (Oct. 27, 2018), https://cfe.ryerson.ca/key-resources/commentary/towards-more-equitable-sidewalk-toronto.

[106] Sean O'Shea, *Ann Cavoukian, Former Ontario Privacy Commissioner, Resigns from Sidewalk Labs*, GLOBAL NEWS (Oct. 21, 2018), https://globalnews.ca/news/4579265/ann-cavoukian-resigns-sidewalk-labs/.

[107] Laura Bliss, *How Smart Should a City Be? Toronto Is Finding Out*, CITYLAB (Sept. 7, 2018), https://www.citylab.com/design/2018/09/how-smart-should-a-city-be-toronto-is-

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The capstone to the interregnum between the PDA and MIDP releases was the accidental revelation, finally, of Sidewalk's business plan. Investigative news reports broke on February 14, 2019, six months after release of the PDA, that Sidewalk had been meeting regularly with government officials to preview its real-estate play in the Port Lands.[108] It proposed financing rail infrastructure on the eastern waterfront in return for a cut of property taxes,[109] arguing that it is "entitled to … a share in the uptick in land value on the entire geography ... a share of developer charges and incremental tax revenue on all land." Sidewalk's ambition for scale had been apparent, but oblique.[110] Within the space of a year and with no public engagement, Sidewalk had seemingly abandoned its reassurances that the scope of the project was modest and "additive,"[111] that it would proceed slowly from proven testing, piloting, and stakeholder engagement at Quayside, and that "geography can be a discussion after the plan is finished."[112] The news that February morning revealed something far more audacious: Sidewalk CEO Dan Doctoroff's assertion that "if there is no light rail through the project, then the project is not interesting to us"[113] and the plan for the never-previously discussed Villiers Island to house a 34 to 46-acre Google development.[114] Meanwhile, in places like the City of Toronto's information page on "Current Projects" for the Waterfront Secretariat, the Sidewalk

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finding-out/569116/ (Sidewalk "has provided little information during the public engagement process about how data gathered at Quayside would be owned and used").

[108] Marco Chown Oved, *Google's Sidewalk Labs Plans Massive Expansion to Waterfront Vision,* THE STAR (Feb. 14, 2019), https://www.thestar.com/news/gta/2019/02/14/googles-sidewalk-labs-plans-massive-expansion-to-waterfront-vision.html.

[109] *See* Framework Agreement, *supra* note 35, cl 34 (anticipating this strategy: "The parties will explore financing mechanisms that monetize the future economic impacts (including through adjustments in tax assessments and other public fees) to sponsor infrastructure...").

[110] *See* Doctoroff, *supra* note 23; *see also*, Sidewalk Toronto, *Project Update* (Feb. 14, 2019), https://sidewalktoronto.ca/wp-content/uploads/2019/02/FEB14-SWTO-Business-Case-Overview.pdf ("much of what's possible is only viable when different aspects of the project—particularly related to infrastructure—incorporate portions of the Eastern waterfront").

[111] Sidewalk Toronto, *Neighborhood Meeting with the West Don Lands Committee* (Feb. 26, 2018), https://sidewalktoronto.ca/wp-content/uploads/2018/04/West-Don-Lands-Committee_Summary-Notes_2.26.18.pdf ("Quayside is a start of ideas… We're here to be additive").

[112] Sidewalk Toronto, *Neighborhood Meeting with the Corktown Residents and Business Association* (Jun. 5, 2018), https://sidewalktoronto.ca/wp-content/uploads/2018/10/Corktown-Residents-and-Business-Association-Meeting_Summary-Notes_6.5.18.pdf ("We don't pre-suppose how interested the City is in all this… If the testing or piloting works on Quayside, then the Port Lands could be another opportunity to advance towards. But it's important not to pre-suppose and say would could happen… Nothing is committed at this time").

[113] Tara Deschamps, *Sidewalk Labs May Lose Interest in Quayside Project if Transit Isn't Built, CEO Says*, FINANCIAL PRESS (Mar. 6, 2019), https://business.financialpost.com/pmn/business-pmn/sidewalk-labs-could-pull-out-of-quayside-project-if-transit-isnt-built-ceo-says.

[114] *See* Sidewalk Project Update, *supra* note 110, slide 10.

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Toronto project continued to be referred to as restricted to Quayside, to 12-acres, and to a carefully-bound scope,[115] with no mention of the entire site.

To recap what we learned during the first 18 months of the Sidewalk Toronto project:

1. A public authority partnered with a big tech company through secret agreements to scope out a new urban district. The initial terms of the collaboration were kept secret from the public and public officials for nine-and-a-half months. The terms of the evolving MIDP, which will ultimately govern the project, were secret for at least 18 months (as at the publication date of [May] 2019).
2. The process for public engagement was staged and managed by the company, with the public as well as relevant public officials kept out of key consultations.
3. During the working out of plan details, the public invested CAN$1.25 billion on real property improvements, while at the same time the public authority was contractually precluded from considering other developers, despite it having solicited proposals on the express condition that the agreement was non-exclusive.
4. Within the geographic bounds of the project, which pivoted from a mere 12-acres to a sprawling 880-acres, the tech company unilaterally redefined all data collected natively from the site as "Urban Data," subject to rule by a poorly-defined Civic Data Trust.
5. Numerous resignations of high-profile advisors to the project and public opposition did not slow down the process or cause a rethinking of the whole approach, which moved on despite there being inadequate policies in place to deal with data governance, procurement, intellectual property, and many other fundamental aspects of the project.

III. SIDEWALK'S PLATFORM GOVERNANCE PROBLEMS

We turn now from the troubled launch of the Sidewalk Toronto project to the main dangers of the project, if realized, to democratic governance. To some degree, this substantive critique stands on its own, independent of the secrecy and slipperiness of the launch process. But in other respects, the initial process deficiencies represent and intensify concerns related to the imagined city. After describing Sidewalk's vision for Toronto's smart city platform, based principally on a close-reading of the vision section of Sidewalk's submitted response to the RFP,[116] as elaborated in public

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[115] *Quayside*, CITY OF TORONTO, https://www.toronto.ca/city-government/planning-development/waterfront/initiatives/current-projects/quayside/ (last visited Apr. 25, 2019).
[116] Sidewalk Labs, *Project Vision* (Oct. 17, 2017), https://sidewalktoronto.ca/wp-content/uploads/2018/05/Sidewalk-Labs-Vision-Sections-of-RFP-Submission.pdf [hereinafter, *Vision*]. The remainder of the Response to the RFP has not been made public.

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statements over the first 18 months of the project, we identify three major pitfalls for the public: privatization, platformization, and domination.

A. The City as Platform: Sidewalk's Vision

One of the central rhetorical pivots of Sidewalk's imaginings for the Toronto waterfront is what it terms the "digital layer." The digital layer is an animating idea for the project, rather than a material reality.[117] The digital layer runs through, under, and around the "physical layer" of the built environment. It consists of data and the things data touches, like sensors and cameras, data analytics and storage, wireless and wired infrastructure, and portals and devices. The digital layer is in essence Sidewalk's version of the "platform concept" which creates "the baseline conditions for urban innovation."[118] With the use of this language, Sidewalk explicitly adopts the metaphor of the "city as platform,"[119] inviting the city itself to emulate the platform technology companies like Amazon and Google that cities hope to attract.[120] Sidewalk sells the digital layer as the engine for the edge innovation, the startups, and the tech businesses of the silicon idyll.

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[117] Sidewalk Toronto, *Meet Sidewalk Toronto: Kristina and Craig Talk Open Urban Data*, YOUTUBE (Mar. 28, 2018), https://youtu.be/LKN_EHkjCcs.

[118] *See* Vision, *supra* note 116, 17.

[119] This formulation has been used elsewhere as an analytical frame for digitally networked urban governance. See, e.g., David Bollier, *The City as Platform: How Digital Networks Are Changing Urban Life and Governance*, The Aspen Institute: Washington, DC, 2016, http://csreports.aspeninstitute.org/documents/CityAsPlatform.pdf; STEPHEN GOLDSMITH & NEIL KLEIMAN, A NEW CITY O/S: THE POWER OF OPEN, COLLABORATIVE, AND DISTRIBUTED GOVERNANCE (Washington D.C.: Brookings Institution Press, 2017), https://www.brookings.edu/book/a-new-city-os/. *See also*, Tim O'Reilly, *Government as a Platform*, 6 INNOVATIONS: TECHNOLOGY, GOVERNANCE, GLOBALIZATION 13 (2011).

[120] See generally Jathan Sadowski & Roy Bendor, *Selling Smartness: Corporate Narratives and the Smart City as a Sociotechnical Imaginary*, 440 ST&HV 540 (2018).

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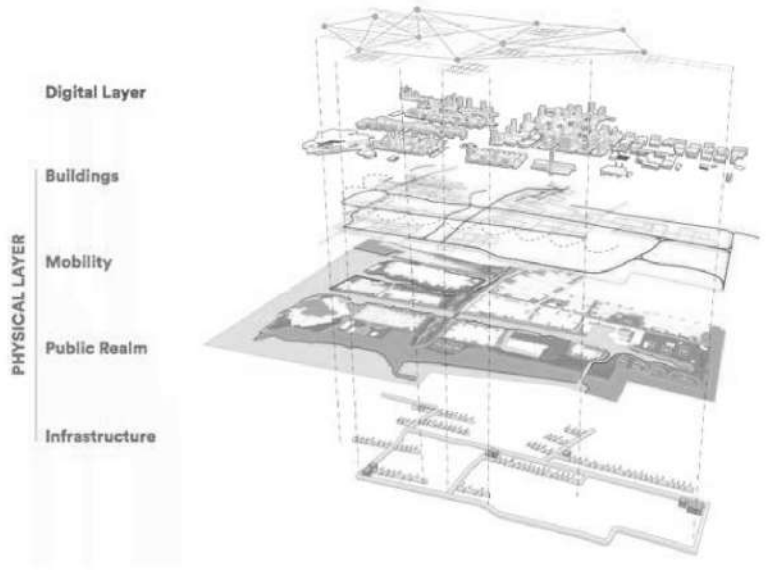


Fig 1. The city as platform (Sidewalk Labs, 2017).

In the idealized city as platform, ubiquitous sensors will feed data into automated street design, turning streets as needed into conduits for bikes or pedestrians or priority vehicles. Data will enable flexible use of streets, buildings, and public space as changing demands are sensed and datafied. Responsive applications built on top of the platform can efficiently deliver services (from food to sanitation to work space) "just-in-time" for public consumption. The platform design explicitly recapitulates the internet's network architecture: "Just as computer and smartphone operating systems keep the device running smoothly but also allow innovators to create new apps, the digital layer is designed to keep the city running smoothly but also encourage residents, staff, startups, and larger companies to bring their most creative ideas to bear on improving life in the city."[121]

Indeed, in 2016, Sidewalk analogized the city to the network stack of a computer operating system, in which citizen services and even city administration itself become just user-facing applications, driven through the digital layer.[122] This is "public administration as app," with policy and accountability pushed to the edge of a network run on infrastructure owned and operated by someone else.

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[121] *Id.* at 71.

[122] Sidewalk Labs, *Reimagining the City as a Digital Platform*, YOUTUBE (Feb. 22, 2016) https://youtu.be/bPu8HvD7d9U ("What if you could innovate across the whole stack, all at once … in a city?").

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Fig 2. The city as a network stack (Sidewalk Labs, 2016).

Sidewalk's vision for Toronto's Eastern waterfront is a network of neighborhoods "networked… to operate at a system scale, like the internet, generating advantages that increase with each new node."[123] The internet, as a network of networks, confers obvious connectivity advantages. But what is the advantage of networked neighborhoods when one of the meanings of neighborhood is to be distinct and set apart? In Sidewalk's vision, it is to attract businesses to supply goods and services through the platform. "Whereas a neighbourhood of a few thousand people will produce a modest market opportunity to attract third parties to the platform, a district of networked neighbourhoods will be powerful enough to draw companies and entrepreneurs from all over to take part in Toronto's new ecosystem."[124]

In all aspects of Sidewalk's envisioned city design, data is infrastructural. It is the foundation for all downstream production of goods and services.[125] Private functions like commerce, public ones like building inspections, and hybrid ones like housing or transportation are all mediated by data flows, predictive analytics, and automated decisions. Urban governance is reconceptualized as facilitating the collection and

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[123] *See* Vision, *supra* note 116, at 22.
[124] *Id.* at 21; see also *Id.* at 51-54 (describing the Eastern waterfront as a "Neighbourhood of neighbourhoods").
[125] *See generally* BRETT M. FRISCHMANN, INFRASTRUCTURE: THE SOCIAL VALUE OF SHARED RESOURCES (Oxford, UK: Oxford University Press, 2012) at 61-114; JC Plantin, et al, *Infrastructure Studies Meet Platform Studies in the Age of Google and Facebook*, 20 NEW MEDIA & SOC'Y 293 (2018).

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transmission of data to applications and services that run on top of the platform.[126] In effect, the city morphs from polis to bizarre, from a place of thick ties to thin transactions where digital bids connect people to services and applications.

B. Privatization

The marketplace model for the city highlights the business orientation of a project that from the start failed the first test of public administration: engaging the governed.[127] Even with formal institutional approval at the outset, there is a danger that a project like Sidewalk Toronto achieves private gain at the expense of the public— incrementally but comprehensively, from planning to implementation. Above, we discussed intellectual property ownership and data control, through which the privatization of public assets can be achieved alongside old-fashioned land deals. Here, we turn to governance.

Hidden in Sidewalk's fine renderings of mass timber construction, adaptable roads, and configurable parks lies the most significant feature of the deal: the substantial delegation of public governance to a private platform. Whoever controls the "digital layer" of the city exerts control over the activities transacted through it. Sidewalk designed the digital layer and Sidewalk affiliates may operate it, intermediating access to traditional public spaces and services, like the curb, sidewalks, parks, and transport, as well as to private ones, like housing, health, and thermostats. As more and more of life is transacted through the digital layer, regulation and its reach are encoded in that layer, as discussed below.[128]

WT signaled that it would cede governance from the start. Its RFP sought a partner to "create the required governance constructs to stimulate the growth of an urban innovation cluster, including legal frameworks (e.g. intellectual property, privacy, data sharing)."[129] From the start, a quasi-public entity tasked a vendor, doing service also as developer and planner, with making public policy. Among the most important levers of urban governance are planning, regulation, and enforcement.[130] Sidewalk,

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[126] Another layer – the "standards layer" – provides an interface between the digital layer and the "residents, administrators, and developers using and building atop the platform." Vision, *supra* note 116, at 18.

[127] The public fora that Sidewalk Toronto hosted did not meet the mark, skating over data collection, procurement, IP, and other issues, while focusing public attention on much less contested questions about building materials and amenities.

[128] If code is law, see LAWRENCE LESSIG, CODE AND OTHER LAWS OF CYBERSPACE [pincite] (1999), then the digital layer, embodying code, is law.

[129] *See* RFP, *supra* note 13, at 17.

[130] JONATHAN F. P. ROSE, THE WELL-TEMPERED CITY: WHAT MODERN SCIENCE, ANCIENT CIVILIZATIONS, AND HUMAN NATURE TEACH US ABOUT THE FUTURE OF URBAN LIFE (New York: Harper Collins, 2016) at 138 (emphasis in original) (identifying seven levers of city control "*vision* of the city; a *master plan* for how to implement the vision; *communicat[ion]* of the vision…*data collection* so that the city has intelligence about its circumstances and can create feedback mechanisms to [achieve its vision]; *regulations*, such as zoning and building codes;

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like any company in this position, may be able to exert significant control over how all are conducted, with no credible social license for doing so.

B.1. Planning

Simply by wielding the "pen" in designing the master plan for Toronto's new neighborhood, Sidewalk has exercised a significant public planning function. Many cities have "digital master plans"[131] or "smart city" plans that are city-led.[132] The city and its residents identify the problems and define the solution space. With Sidewalk Toronto, by contrast, Sidewalk defines the problems and the solutions that Alphabet companies, it seems, will be uniquely positioned to supply. Sidewalk may design the arena for its own advantage, and then play in it as a real property "vertical developer,"[133] as a digital layer (perhaps sole-source) vendor, and as an infrastructure owner.[134]

Though Sidewalk boasted that it undertook unprecedented public engagement in the lead-up to the MIDP—consulting "literally 20,000 people"[135]—the detailed chronology set out in Section II above shows that the public and responsible authorities have been blocked from the real action. The Framework Agreement, which governed the first nine-and-a-half months of the deal, was pushed through the WT Board without enabling time for deliberation, consensus, or amendment. City councilors and citizens weren't shown the agreement until it was obsolete, replaced by a new agreement, the PDA. Again, that agreement was formed in private, ushering in facts on the ground without public deliberation or engagement. On one day, Sidewalk dumped into the public realm two privately-formed final agreements, problematic and unanticipated terms for ongoing procurement and intellectual property management, data governance nostrums, as well as sweeping design fantasies, making it difficult to know where to anchor serious scrutiny. And then there was the mystification of scope. For at least 15 months, the project partners framed the scope of the project as being principally about Quayside, a relatively

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*incentive*s, including tax credits and loan guarantees; …[and] *investments* in infrastructure such as transportation, water, and sewer systems").

[131] Anthony Townsend & Stephen Lorimer, Working Paper 25, *Digital Master Planning: An Emerging Strategic Practice in Global Cities* (Jun. 2015), https://marroninstitute.nyu.edu/uploads/content/Working_Paper_25_Digital_Master_Planning.pdf (tracing digital master plans of Chicago, London, San Francisco, Dublin, Singapore and Hong Kong to New York City's "Roadmap" and Barcelona's "Smart City Strategy," both written in 2011).

[132] *See, e.g.,* City of Philadelphia, SmartcityPHL (2018), https://www.phila.gov/media/20190204121858/SmartCityPHL-Roadmap.pdf (visited May 9, 2019); City of Chicago, Technology Plan (2013), https://techplan.cityofchicago.org/wp-content/uploads/2013/09/cityofchicago-techplan.pdf (visited May 9, 2019) [London, Barcelona]

[133] *See* Plan Development Agreement, *supra* note 8, cl 2.03(b).

[134] *See* Oved, *supra* note 108.

[135] *See* Doctoroff at Canadian Club, *supra* note 26.

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modest 12-acre waterfront site. In February 2019, however, it became apparent that the project really concerned the entire 880-acre waterfront stretch, confirming the worst suspicions of critics and cynics, but advanced nonchalantly by the project partners, on the basis that this proposition had been lying in plain sight, and suggesting nothing could now be done about it.

Meanwhile, the city and its citizens would have to wait for at least another 18 months for the release of the MIDP, a document projected to run 1,000 pages[136] that would be negotiated in secret, along the lines of the earlier agreements. While concerns about data governance and privacy were constantly volleyed between critics and defenders of the deal, these merely served to embed a sense of inevitability about the problematic aspects being examined here involving privatization, platformization, and domination. At no point was there any capacity, either at the government level or within the processes of the project partners themselves, to surface and protect against any of these areas of concern.

The privatization of planning proceeds apace as the imagined city develops. In Sidewalk's vision, the networked neighborhood is continuously planned even after the arena is built and the game underway. Digital layer data will enable ongoing modeling of urban infrastructure needs. Indeed, Sidewalk envisions a "Model component … [that] can simulate 'what if' scenarios for city operations to inform long-term planning decisions."[137] Given the amount of data that Sidewalk is likely to have, its planning tools will have significant advantages over competitors and almost certainly boost Sidewalk's prospects as a planner. It seems likely that the Model will be implemented by Sidewalk affiliate Replica. This tool creates data facsimiles of real populations by scrambling the personal data of real people into synthetic copies of "virtual" individuals.[138] Replica has already proven to the

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[136] *Id.*

[137] [cite]. *See generally*, Antoinette Rouvroy, *Technology, Virtuality and Utopia. Governmentality in an Age of Automatic Computing*, in MIREILLE HILDEBRANDT & ANTOINETTE ROUVROY, LAW, HUMAN AGENCY AND AUTONOMIC COMPUTING: THE PHILOSOPHY OF LAW MEETS THE PHILOSOPHY OF TECHNOLOGY (Abingdon, UK: Routledge, 2011) (describing a generic big data algorithmic planning process as one that selects "the best choice according to the intentions, scripts or scenarios from which it was designed…. [embodying] visions of the world, the city as well as planning processes, even if these projections may be unconscious or at least not very explicit.").

[138] Sidewalk Labs, *Replica: A Next-Generation Urban Planning Tool*, YOUTUBE (Aug. 24, 2018), https://youtu.be/YKIrSUCeOtU (Replica is "a tool to explore how, where, when, and why people move around a region," based on millions of people's full details of daily life); *see also* Ava Kofman, *Google's Sidewalk Labs Plans to Package and Sell Location Data on Millions of Cellphones*, THE INTERCEPT (Jan. 28, 2019), https://theintercept.com/2019/01/28/google-alphabet-sidewalk-labs-replica-cellphone-data/.

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satisfaction of one jurisdiction that its technology is without peers, having won a sole-source contract with the state of Illinois to provide mobility data.[139]

B.2. Regulation and Enforcement

As discussed in Part II above, Sidewalk's development of a data governance regime for Quayside provoked criticism that policymaking was being privatized, without the normal process of hearings, open records, and accountability.[140] This private lawmaking could become harder to see, but no less pronounced, after ground is broken and control moves to the "cloud" of data flows. Control of data and data analytics confers regulatory power: permissions to, prohibitions against. The digital layer, if realized according to Sidewalk's vision, effectuates permissions and prohibitions including for curbside parking and driving speeds, in all cases dynamic and demand-based.[141] Such agility will require highly responsive and mutable law that leaves the details of "saying what the law is" and, perhaps even of enforcement, to the platform. Land use and trash regulation provide two examples.

When it comes to land, traditional Euclidean zoning deploys bureaucratic codes to specify distinct land uses, geographically separated, in order to limit negative externalities imposed on neighbors.[142] Sidewalk envisions something different on the future waterfront: an "outcome-based code to govern the built environment." The code would consist of "a new set of simplified, highly responsive rules that focus more on monitoring outputs than broadly regulating inputs."[143] Land would not be zoned

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[139] Illinois Department of Transportation, *Sidewalk Labs Replica Tool and Data Notice* (Mar. 1, 2018), https://webapps.dot.illinois.gov/WCTB/ConstructionSupportNotice/BulletinItem/0ff7ba88-81f7-4cd8-b24b-bc153d493725?page=1 (Replica "uses a number of sources, including mobile carrier data, location data from third-party aggregators and Google location data, to generate travel data for a region… the data sample is not limited to only Android devices. Additionally, these data are collected from individuals for months at a time, allowing for a complete picture of individual travel patterns." According to the notice, the estimated award for providing this data over 36-months is $US3.6 million).

[140] *See* Governing by Mercenary, *supra* note 51 ("Instead of debating, say a data and privacy policy in Cabinet or municipal government, then pitching it through the media, debating it in the legislature, voting on it, recording that vote for the next election, then entrenching it in statute and regulations; instead of all that (*aka* democracy), … the mercenary just gets the job done, and gets paid. There is no vote, no debate, no statute, no regulation, no accountability").

[141] This is a general aspiration of smart city development. *See* ROSE, *supra* note 130, at 151 (the smart city "may tune its zoning code, infrastructure investments, and incentives in real time" for public benefit").

[142] *See* Village of Euclid, Ohio v. Ambler Realty Co., 272 U.S. 365 (1926). Another way to view traditional zoning is as a tool to preserve positive externalities, or the commons. *See* Sheila R. Foster & Christian Iaione, *The City As A Commons*, 34 YALE L. & POL'Y REV. 281, 311–12 (2016) ("Through its system of separation and exclusion, zoning protects the commons, at various scales, by helping to create and then preserve the 'character' of the city, neighborhood, or block").

[143] *See* Vision, *supra* note 116, at 120.

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for residential or manufacturing purposes, but instead opened up to flexible use, provided that the use does not exceed some measure of impact (e.g., noise, smoke, traffic) outside the "envelope" of exclusivity. This vision of patrolling dynamically for negative externalities, rather than zoning for compatible uses, requires performance targets and "embedded sensing for real-time monitoring." Sidewalk nominates itself to develop this system of "automated regulation." In the same way that Sidewalk's procurement and development proposals place it in limina between the regulated and regulator, so its automated zoning will be ruled by public law ,[144] while at the same time possibly benefiting from "substantial forbearances from laws and regulations."[145]

The distance between regulation and enforcement can be short in an automated system. Sidewalk claims that the outcome-based code "will reward positive behaviors and penalize negative ones."[146] What sort of process will there be around penalties? Will outcomes simply be chosen by majority rule, dependent on constant connectivity and prompts?[147] Will the government have the opportunity to set enforcement priorities? Dystopic visions abound of a new cannon of "personalized law,"[148] adjoined to constant surveillance, or what Rob Kitchin calls "control creep" and "anticipatory governance."[149] Landlords in some cities are already taking advantage of smart apartments to remotely lock out tenants over alleged contractual violations.[150] Might these private dispute resolutions, which complement or replace public ordering, be outsourced to the digital layer? And if they are, who will control the lawmaking residing in the code? Sidewalk's command of the early stage of master development suggests an answer.

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[144] *Id.* at 120.
[145] *Id.* at 20.
[146] *Id.*
[147] Sidewalk's head of engineering, Craig Nevill-Manning uses as an example of what is possible through such code and governance: "Imagine I want to have a bloc party… we can quickly survey everybody who lives around and get them to ay thumbs up, thumbs down; if we get enough thumbs up, the permit is automatically issued." Sidewalk Toronto, *Meet Sidewalk Toronto: Kristina and Craig Talk Open Urban Data*, YOUTUBE (Mar. 28, 2018), https://youtu.be/LKN_EHkjCcs.
[148] University of Chicago Law Review, *Symposium on Personalized Law* (Apr. 27, 2018), http://lawreview.uchicago.edu/symposium-personalized-law.
[149] *See* KITCHIN, *supra* note 103, at 178-9; *see also* Torin Monahan, *Surveillance as Governance: Social Inequality and the Pursuit of Democratic Surveillance* in SURVEILLANCE AND DEMOCRACY (K.D. HAGGERTY AND M. SAMATAS, EDS.) (New York: Routledge, 2010) at 98; Jathan Sadowski & Frank Pasquale, *A Spectrum of Control: A Social Theory of the Smart City*, 20 FIRST MONDAY (2015), https://firstmonday.org/article/view/5903/4660 (discussing Lawrence Solum's thought experiment about the thoroughly instrumented city simply lifting traffic offenders from the streets with strategically placed cranes).
[150] Alfred Ng, *Tenants Worry Smart-Home Tech Could be Abused by Landlords*, CNET (Apr. 4, 2019), https://www.cnet.com/news/tenants-worry-smart-home-tech-could-be-abused-by-landlords/.

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Another example, this time in trash disposal regulation, shows that even if the government sets regulatory standards and enforces them, control over data can serve a de facto private lawmaking function. Sidewalk expects to "deploy a digitally enabled smart chute system that will help pay-as-you-throw waste regimes succeed in multifamily buildings by making it possible to differentiate between recyclables and trash."[151] In other words, the data about disposal patterns—some of it invariably sensitive and revealing[152]—will be used to meter disposal fees. This data may be combined with other personal data to "nudge" individual consumption and disposal habits, becoming what Karen Yeung has called a "hypernudge."[153] Sidewalk will apparently control this sensor-based chute data. City officials will access this data through an app, like any other user. The city, in this vision, is reduced to client. It stands in the shoes of the third-party app developer, with no greater access or authority than any other player.[154]

C. Platformization

Sidewalk's vision raises another consequential concern for urban governance that is harder to define: these are the issues inherent in a city-as-platform model that radically unbundles systems, spaces, and services into sets of optimized transactions according to market logic. The model has been theorized as a way of using public data to catalyze economic activity and improve city services.[155] In broad strokes, there are two distinct versions of platform values. In one version, the city intermediates between the public's data and service providers, prioritizing public benefit. In the other, commercial platforms like Facebook and Uber intermediate, prioritizing profit or market share. Sidewalk obscures just which version of platform its digital layer will be and what it will be optimized for.

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[151] *See* Vision, *supra* note 116, at 22. Elsewhere, Sidewalk Labs says that the only sensors it "expects to deploy include (1) air quality sensors (carbon monoxide, particulate matter, sulfur dioxide); (2) noise level sensors (noise generated by vehicles, construction, human activity); (3) radar, laser rangefinding, and computer vision (flow of vehicles, cyclists, pedestrians, state of the urban environment); and (4) hyperlocal weather (temperature, wind speed, humidity)." *Id* at 79. The development of Replica, however, shows that intensive location tracking is also within view.

[152] John Oakley Show, *Ann Cavoukian Talks about Civil liberties Group and Sidewalk Labs* (Apr. 18, 2019), https://omny.fm/shows/the-john-oakley-show/ann-cavoukian-talks-about-civil-liberties-group-an.

[153] Karen Yeung, *Hypernudge: Big Data as a Mode of Regulation by Design*, 1 INFO., COMMUN. & SOC. 19 (2016).

[154] *See* Sidewalk Toronto, *Digital Strategy Advisory Panel Technology Update* (Dec. 13, 2018), https://sidewalktoronto.ca/wp-content/uploads/2018/12/12.13.18_SWL_DSAP.pdf.

[155] *See supra* note 119 and references within.

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Sidewalk's digital layer's primary function is to "collect[] data on the urban environment via sensors."[156] Who is doing the collecting is left vague. In some iterations, the disembodied platform is itself the agent. *It* "detects pedestrian congestion," for example, and then *it* "can experiment with ways to create better pedestrian flow."[157] This suggests that maybe the platform will be public in some sense, like basic infrastructure, and commercial entities will access it from the edge. Elsewhere, Sidewalk itself claims agency. It is *Sidewalk* that will "experiment… with various weather mitigation strategies…[and] get real-time feedback …from a high-density mesh of sensors…[to] enable the real-time evaluation of different interventions."[158] In this case, it seems that the platform will be commercial. Commercial entities, or at least Sidewalk, will provide the utility.

Crucially, ambiguity about the platform depoliticizes questions of planning, frustrates accountability, and removes points of entry for citizen contestation. Because the digital layer is conspicuously designed with the internet as a model, it seems only appropriate to extrapolate platform values from existing digital platforms. Chief among them are efficiency and datafication, both of which are problematic as foundational values for cities and urban life.

C.1. Efficiency

The presentation of the digital layer in Sidewalk's vision demonstrates something of the nonchalant "no worries" assurances of neutrality that accompanied the roll-out of information platforms in the aughts. Tarleton Gillespie points out that the metaphor of the platform as a "raised level surface" abets the claim of neutrality.[159] But platforms are not neutral.[160] Online platforms "intervene in and reshape value regimes and economies."[161] They advance a substantive vision of the good—whether

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[156] *See* Vision, *supra* note 116, at 33.

[157] *Id.*, at 79.

[158] *Id.* When a company is allowed to deploy sensors in exchange for feeding the data to the city, the city's access to that data depends on the continuation of the deal. LinkNYC kiosks allow Sidewalk to gather environmental data the city needs "to meet public health regulations and figure out the 'livability' of streets" in exchange for giving the company "a playground for building new services." Mark Harris, *Inside Alphabet's money-spinning, terrorist-foiling, gigabit Wi-Fi kiosks*, RECODE (July 1, 2016), https://www.recode.net/2016/7/1/12072122/alphabet-sidewalk-labs-city-wifi-sidewalk-kiosks.

[159] Tarleton Gillespie, *The Politics of 'Platforms*, 12 NEW MEDIA & SOC'Y 347 (2010) (elaborating on the meanings of "platform" and the canny use of the term to suggest "a progressive and egalitarian arrangement, promising to support those who stand upon it," while eliding the exclusionary and directive possibilities of particular platform arrangements).

[160] Anupam Chander & Vivek Krishnamurthy, *The Myth of Platform Neutrality*, 2 GEO. L. TECH. REV. 400 (2018).

[161] *See* VAN DIJCK, POELL & DE WAAL, *supra* note 103, at 24; *see also Id.* at 25 ("The questions whose interests a platform's activity serves, which values are at stake and who benefits are central in disputes concerning the creation of public value in the platform society").

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that is "engagement" on social media or cheap rides on Uber—and enforce that vision through data flows.[162] Similarly, smart city technologies might be "portrayed and positioned as technical, pragmatic, common-sensical, and non-ideological," but in reality, they "are inherently politically and ideologically loaded in vision and application, reshaping in particular ways how cities are managed and regulated."[163]

To be sure, Sidewalk's vision aims to hit ambitious targets for affordable housing, sustainability, inclusion, and other public goods.[164] These are values imposed from outside the platform, congruent with Sidewalk's ambitions to build in Toronto an idealized prototype, uninhibited by revenue demands and supported by patient capital. But the values structurally embedded in the platform are not these. The city as platform privileges efficiency.[165] In Sidewalk's vision, living, working, and moving—and, as discussed in the previous section, governing—are all modules on a platform connecting users to services through data. Here is where Sidewalk's definition of "urban data" (i.e., "data collected in a physical space in the city") comes into its own, and has its most pernicious effects. Essentially, apart from completely personally-owned spaces and devices—an increasing rarity in the envisioned waterfront—all places become exposed and marketized. Formerly static assets—whether that is park space, curb space, marketspace, office space, or housing space—are provided "as a service," just-in-time, according to usage needs.[166] Planning is a continuous process that happens in real-time in response to flows of urban data, so that urban resources are allocated to entertainment, quiet reflection, food trucks, cycling, or housing based on constantly refreshing data inputs about demand, possibly filtered through the profit motive of platform players.

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[162] Ellen P. Goodman & Julia Powles, *Facebook and Google: Most Powerful and Secretive Empires We've Ever Known*, THE GUARDIAN (Sept. 28, 2016), https://www.theguardian.com/technology/2016/sep/28/google-facebook-powerful-secretive-empire-transparency.

[163] Rob Kitchin, et al, *Smart Cities and the Politics of Urban Data*, in SMART URBANISM: UTOPIAN VISION OR FALSE DAWN? (S. MARVIN, A. LUQUE-AYALA, C. MCFARLANE, EDS.) (Abingdon, UK: Routledge, 2015) at 17.

[164] SIDEWALK LABS, *Draft Quayside Site Plan* (Nov. 29, 2018), slides 20, 24, 25, https://sidewalktoronto.ca/wp-content/uploads/2018/11/18.11.29_Quayside_Draft_Site-Plan.pdf (claiming "75%-85% Reduction in GHG Emissions" and "40% Below-Market Housing"); *see also* Jesse Shapins, *Quayside: A New Vision for Toronto's Waterfront*, MEDIUM (Nov. 29, 2018), https://medium.com/sidewalk-toronto/quayside-a-new-vision-for-torontos-waterfront-60d969d16c5f.

[165] *See generally* KITCHIN, *supra* note 103, at 113-127.

[166] *See* Vision, *supra* note 116, at 18 ("mobility as a service"); *see also Id.* at 18 ("Sidewalk also will pilot a public realm management system, enabled by sensor arrays, that monitors air quality, asset conditions, and usage, helping managers respond quickly to emerging needs, from broken benches to overflowing waste bins. This system will enable tests of reservable outdoor spaces for short-term uses, such as pop-up shops. Using flexible building structures, Sidewalk is exploring a next-gen bazaar, a tech-enabled makerspace with activity stalls that can be refreshed quickly").

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As Adam Greenfield has observed, platform technics reduce friction between impulse and consumption. The ease of platform-mediated consumption can "short-circuit the process of reflection that stands between one's recognition of a desire and its fulfillment via the market."[167] It is possible that what demand the platform registers should not be gratified, upon considered reflection or upon considering the collective good. If we imagine that in any given moment, there is more demand to play soccer in a field than to re-seed it, the platform will deliver soccer. If there is more demand (measured by those placing the most orders) for instant drone delivery than for a walk to the corner shop, retail will succumb. This is the continuous planning process that currently favors cheap ride-shares over public transportation. A brutally efficient demand-driven city-as-platform model might perhaps be able to accommodate public interests by accounting for negative and positive externalities in the model (e.g., congestion pricing). For this to happen, regulators and coders would have to collaborate. The studied ambiguity of Sidewalk Toronto about agency in the digital layer, coupled with the embrace of privatized regulation, undermines confidence that such a collaboration would work in the public interest.

Platform discourse tends to avoid the tensions between the public interest, on one side, and efficiency or market value on the other. It fuses them. José Van Dijck observes that "in the platform society, the creation of public value toward the common good is often confused with the creation of economic value serving a nondescript amalgam of private and public interests."[168] Sidewalk incorporates public value concepts, leaning on Jane Jacobs' vision of "Placemaking" along with new urbanism and sustainability. Sidewalk says it wants to pursue "[s]ocial cohesion and civic engagement."[169] These are the public values exogenous to the platform. But the method offered to attain these values is always and only digital connectivity—the platform. Again, if the digital layer is controlled by the public or their representatives, according to public standards, checks, and balances, it could conceivably be optimized for the public interest. But if controlled by Sidewalk or other commercial vendors, it is most likely to be optimized for efficiency and the efficient production of material value.

C.2. Datafication

Platforms designed for efficiency break down the material and social world into data flows. All activities—work, leisure in public, leisure in private, transport—are part of the flow. The built environment will facilitate the data flow and be constructed by

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[167] ADAM GREENFIELD, RADICAL TECHNOLOGIES: THE DESIGN OF EVERYDAY LIFE (Brooklyn: Verso, 2017) at 36 (discussing "the colonization of the domestic environment by… networked products and services").

[168] *See* VAN DIJCK, POELL & DE WAAL, *supra* note 103, at 23; *see also* NICK SRNICEK, PLATFORM CAPITALISM (Cambridge, UK: Polity Press, 2016); Paul Langley & Andrew Leyshon, *Platform Capitalism: the Intermediation and Capitalisation of Digital Economic Circulation*, 3 FIN. & SOC. 11 (2017).

[169] *See* Vision, *supra* note 116, at 18.

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it. If allowed to, platforms will try to parse every bit of existence into data. This kind of datafication has pro-social and anti-social implications.

On the pro side, structures "optimized for optionality"[170] create flexibility in urban shelter. Sidewalk depicts lofts that are designed to park cars until such time as autonomous vehicles reduce the demand for parking; thereafter they can be repurposed, floor by floor, pod by pod, for residential or other use. Such "radical mixed-use"[171] can in theory create more affordable housing and "incremental real estate value."[172] In addition, the "radical sharing of durable goods,"[173] like cars, home appliances, and tools can, again in theory, improve efficiency and reduce resource use.

On the anti side, the atomization of space into modules for work and sleep enacts a new scheme of value extraction in space that can effectuate "the extension of economic rationality into every corner of human life."[174] Whatever can be counted can be turned into data to facilitate exchanges, and to justify total oversight of the expenditure of time. Sidewalk imagines Toronto's future waterfront as a place that has eliminated "the divide between home, work, and play."[175] As sensors fill the home and cover the body, market logic may penetrate into the crevices and core of private life. It is one thing to pay a trash disposal fee. But the conversion of all relationships (even if just to things) to an infinite set of use-based, chargeable events means that every interaction is monitored, measured, marketized.[176] When nothing is owned, but only leased on a fractional, per-use basis,[177] gone is the freedom and tolerance to

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[170] *Id.* at 114.
[171] *Id.* at 53.
[172] *Id.* at 119
[173] *Id.* at 124.
[174] Matthew Claudel, *Tomorrow Belongs to Everybody!,* THE SITE MAGAZINE (Nov. 26, 2018), http://www.thesitemagazine.com/read/tomorrow-belongs-to-everybody. *See also,* Adam Arvidsson, *Facebook and Finance: On the Social Logic of the Derivative*, 33 THEORY, CULTURE & SOC'Y 3 (2016); Jathan Sadowski, *When Data is Capital: Datafication, Accumulation, and Extraction*, 6 BIG DATA & SOC'Y 1 (2019).
[175] *See* Vision, *supra* note 116, at 53.
[176] Jennifer Cobbe & John Morison, *Understanding the Smart City: Framing the Challenges for Law and Good Governance*, in E Slautsky (Ed.), The Conclusions of the Chaire Mutations de l'Action Publique et du Droit Public (Paris: Sciences Po, 2018); SHOSHANA ZUBOFF, THE AGE OF SURVEILLANCE CAPITALISM: THE FIGHT FOR A HUMAN FUTURE AT THE NEW FRONTIER OF POWER (New York: Hachette Book Group, 2019).
[177] Sidewalk Labs, *Sidewalk Talk: Idea Tour – Eric Baczuk*, YOUTUBE (Dec. 22, 2016), https://youtu.be/ZtbSMiKf4WM (After referring to the quote that "housing is where jobs go to sleep at night" as a "nice way of putting it," Baczuk describes Google research aimed at making "living in a tiny place extraordinary and desirable… We're really thinking of the home of a device; rather than as a structure." Slides demonstrate home features including facial recognition, smart toilets, floor integrated scales, sleep scenes, and wireless vitals).

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gift or to over- and under-use,[178] to avoid near-perfect price discrimination,[179] or to have a reasonably exercisable "freedom to be off"—to be "free from systemic, environmentally architected human engineering."[180]

This kind of "just-in-time" resource allocation will have a particular cast. It will be very responsive to inputs that are easily measured, to demands easily expressed in real-time, and to desires that can be monetized. Some data that should be used as an input will not be counted, because the people or places are not instrumented, or for other reasons. Shannon Mattern asks in connection with another smart city project, "what about all those potential behaviors that are never enacted, and thus never measured, because the physical space or its regulation prohibits them — or because one's subjectivity proscribes a repertoire of possible behaviors?"[181] The existence of data divides[182] – people whose data is not counted — will inflect datafication with inequality.

The efficiency gains to be extracted from "radical" mixed-use may be radically off-set in other ways. First, the reliance on real-time and constant data flows, data management, and computationally-intensive infrastructure is clearly not costless in terms of energy.[183] Reliability and maintenance impose other costs.[184] And the impact is not only material—in a state of total digital dependence, internet connectivity as well hardware and software maintenance become more than an annoyance and forbearance; they become critical to life quality and sustenance. Second, there are the practical implications of mixed-use and sharing, which reflect in many ways the realities that motivate private ownership and responsibility arrangements. Whole new systems and structures, likely onerous in surveillance and enforcement capacity, are required to manage, clean, maintain, and secure the

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[178] AARON PERZANOWSKI & JASON SCHULTZ, THE END OF OWNERSHIP: PERSONAL PROPERTY IN THE DIGITAL ECONOMY (Cambridge: MIT Press, 2016).
[179] ARIEL EZRACHI & MAURICE E. STUCKE, VIRTUAL COMPETITION: THE PROMISE AND PERILS OF THE ALGORITHM-DRIVEN ECONOMY (Cambridge: Harvard University Press, 2016).
[180] BRETT FRISCHMANN & EVAN SELINGER, RE-ENGINEERING HUMANITY (Cambridge: Cambridge University Press, 2018) at 124.
[181] *See* Mattern, *supra* note 20.
[182] *See* Kate Crawford, *Think Again: Big Data: Why the Rise of Machines Isn't All It's Cracked Up to Be*, FOREIGN POL'Y (May 10, 2013), http://foreignpolicy.com/2013/05/10/think-again-big-data/; Jonas Lerman, *Big Data and Its Exclusions*, 66 STAN. L. REV. Online 55, 58-60 (2013); Daniel Castro, Ctr. On Data Innovation, *The Rise of Data Poverty in America* (Sept. 10, 2014), http://www2.datainnovation.org/2014-data-poverty.pdf.
[183] *See* Anders Andrae & Tomas Edler, *On Global Electricity Usage of Communication Technology: Trends to 2030,* 6 CHALLENGES 117 (2015).
[184] *See* Shapiro, *supra* note 19.

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spaces and things that are subject to radical sharing practices,[185] creating attendant and novel challenges.[186]

D. Domination

Ben Green writes that the "architecture of the smart city is a fundamentally undemocratic one" because the technologies "create massive information and power asymmetries that favor governments and companies over those they track and analyze, breeding impotence and subjugation."[187] The privatization and platformization risks we discuss above can be sources of subjugation for the individual and the collective. Here, we address how an ambitious smart city project like Sidewalk Toronto can neuter the city's sovereign powers, using the examples of domination through rights-of-way and tech interfaces.

It must be said that the risks of domination are much higher when the smart city architect is as dominant in data as Alphabet and its principal money-maker, Google.[188] Its ability to sink patient capital into infrastructure and other loss leaders allows it to wait out potential competitors, leverage the network effects of affiliated services, and close off opportunities for citizen or city opt-out to emerging technology systems. It is especially because Sidewalk Toronto is an Alphabet/Google project that it generates "techlash": the remonstrance against the power of big tech.[189] Indeed, Sidewalk Toronto is a perfect storm for techlash, involving as it does issues of data governance, surveillance, efficiency optimization, information asymmetries, privatization, and hidden agendas. The project instantiates anxiety over domination

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[185] *See e.g.,* Patrick M, Bösch et al., *Cost-Based Analysis of Autonomous Mobility Services*, 64 TRANSPORT POLICY 76 (2018) at 85-6 ("even with low cleaning frequencies and costs, cleaning is the single largest contribution to the operating cost of autonomous (individual) taxi schemes… developing viable business models for shared AV fleets will entail solutions to require that customers behave appropriately while on board (e.g. video observation of passengers, or a confirmation check by the next user on the condition of the car to identify irresponsible passengers)").

[186] Division responses to shared space that currently are evenly shared (e.g., between roommates on household bills) become difficult to maintain in scenarios of hypervisible and individualized data collection.

[187] BEN GREEN, THE SMART ENOUGH CITY: PUTTING TECHNOLOGY IN ITS PLACE TO RECLAIM OUR URBAN FUTURE (Cambridge: MIT Press, 2019) at 92.

[188] Joe Shaw & Mark Graham, *An Informational Right to the City? Code, Content, Control, and the Urbanization of Information*, 49 ANTIPODE 907 (2017) at 912 ("it is Google that now occupies a type of informational right to the city, and it will be Google that can increasingly control a city's surplus production or best further their own vision and ideology of how it might develop); *see generally* SIVA VAIDHYANATHAN, THE GOOGLIZATION OF EVERYTHING (AND WHY WE SHOULD WORRY) (Berkeley: University of California Press, 2012).

[189] The word was coined in 2013 by The Economist and shortlisted by Oxford Dictionaries in 2018 as a "word of the year." https://en.oxforddictionaries.com/word-of-the-year/shortlist-2018 ("A strong and widespread negative reaction to the growing power and influence of large technology companies, particularly those based in Silicon Valley.")

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by large unaccountable big data systems and the asymmetric knowledge they produce.

D.1. Rights-of-Way

The right-of-way is a precious "natural" urban resource. We do not here rely on the fine points of Canadian law regarding cities' proprietary interests in these rights-of-way, but rather on the general legal principle derived from Roman law that cities manage public ways (owning them in fee or as easements) for the benefit of the community.[190] It is a principle recognized by Canadian courts[191] alongside American ones.[192] Smart city developers require access to public streets, sidewalks, underground and overhead conduit, and pole installations to support platform services and underlying connectivity. If a developer can dominate the city's right-of-way and franchising or licensing process, it can in effect plunder this resource and subvert the public trust.

Sidewalk imagines the digital layer as a great public infrastructure project in the tradition of the aqueducts of Rome, the Underground of London, and the street grid of Manhattan.[193] The city's role and the public's stake in this infrastructure is not clear, as discussed above. The passive voice predominates. There will be a "key investment…to create a system of utility channels to accommodate all networked utilities… [to] provide space for electric wires, telecom conduits, and water and district heating pipes, as well as space for small-scale robots to travel between building basements and under walkable streets."[194] Questions abound about whose investment will this be (Sidewalk likes to speak of "catalyzing the financing" of such a project, with an expectation of a "reasonable" return),[195] the role of Google-

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[190] *See generally*, 10A McQuillin Mun. Corp. § 30:37 (3d ed.) § 30:37. Title of municipality is that of trustee ("according to a well-established principle, said to be derived from the Roman Law, the title to streets and public ways, whether in the people or a municipality, or in fee or in easement, is held in trust for the public use"), Frederick E. Ellrod III & Nicholas P. Miller, *Property Rights, Federalism, and the Public Rights-of-Way*, 26 SEATTLE U. L. REV. 475, 483 (2003).

[191] *See, e.g.,* Vancouver (City of) v Burchill, [1932] SCR 620 at 625 ("municipalities are in a sense owners of the streets", holding them "as trustee for the public.").

[192] *See, e.g.,* Hague v. Committee for Industrial Organization, 307 US 496 (1939) at 515-16 (Streets "have immemorially been held in trust for the use of the public and, time out of mind, have been used for purposes of assembly, communicating thoughts between citizens, and discussing public questions. Such use of the streets and public places has, from ancient times, been a part of the privileges, immunities, rights, and liberties of citizens.").

[193] *See* Vision, *supra* note 116, at 17.

[194] *Id.* at 23.

[195] *See* Doctoroff at Canadian Club, *supra* note 26; *see also* Daniel Doctoroff, *Sidewalk Labs: 'We Shouldn't Be the Developer of the Eastern waterfront'*, THE STAR (Feb. 19, 2019), https://www.thestar.com/opinion/contributors/2019/02/19/sidewalk-labs-we-werent-trying-to-do-anything-in-secret.html (seeking to appease the public after a leak of plans, this became a "negotiated return").

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affiliated companies, and control of the utility channel. Then there is the question of how those "utility" companies will interact with the rights-of-way.

Some cautions emerge from another experimental Google project in North America. Google Fiber, now called Google Access, is, like Sidewalk, one of the Google/Alphabet empire's "big bets." This means it is a company with the patient capital to prototype and scale a technology without having to be financially successful. In 2010, Google Fiber announced with its signature primary color cheer a competition that set American cities scrambling.[196] It would lay gigabit fiber in some number of lucky cities. Like Sidewalk, Google Fiber offered cities the prospect of innovative services and plaudits. There were similar appeals to pro-social advantages from the technology roll-out. City managers were invited to "imagine sitting in a rural health clinic, streaming three-dimensional medical imaging over the web…[o]r collaborating with classmates around the world while watching live 3-D video of a university lecture." There were also promises to advance what was the progressive tech policy agenda du jure: net neutrality. Google Fiber promised it would build an "'open access' network… [operated] in an open, non-discriminatory and transparent way."[197] As with Sidewalk Toronto, there was no clear revenue model.[198] As some *fear* with Sidewalk Toronto, public-minded language about building a utility faded into the reality of a consumer product offered to the rich.[199]

Cities jumped to attract Google Fiber to their streets. They would clear impediments to their rights-of-way[200] in return for better broadband and open networks. More than 1,000 cities made their offers, preening like hopeful suitors.[201] Topeka even renamed itself "Google, Kansas,"[202] but was outdone by neighboring Kansas City,

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[196] Official Google Blog, *Think Big With a Gig: Our Experimental Fiber Network* (Feb. 10, 2010), https://googleblog.blogspot.com/2010/02/think-big-with-gig-our-experimental.html.

[197] *Id.*

[198] Susan Crawford, *Google Fiber Was Doomed From the Start*, WIRED (Mar. 14, 2017), https://www.wired.com/2017/03/google-fiber-was-doomed-from-the-start/ (Google "wanted an unrealistic rate of return on basic infrastructure" and lost patience, moving from characterizing its project as "'experiment' (2010), then a 'business' (2012), and finally a 'bet' or 'moonshot' (2015)").

[199] *Id.* (Google's experiment "inadvertently made plain the problem of treating internet access like any other demand-prompted product, when its Kansas City installations failed to cross into historically redlined parts of the city. A utility serving everyone fairly doesn't ask for payment and interest up front").

[200] Google, *Google Fiber City Checklist* (Feb. 2014), https://fiber.storage.googleapis.com/legal/googlefibercitychecklist2-24-14.pdf.

[201] Henry Blodget, *Google: 1,100 Cities Want Us to Build Them Huge Fiber Networks*, BUSINESS INSIDER (Mar. 28, 2010), https://www.businessinsider.com/henry-blodget-google-1100-cities-want-us-to-build-them-huge-fiber-networks-2010-3 (citing Official Google Blog, *Next Steps for Our Experimental Fiber Network* (Mar. 26, 2010), https://googleblog.blogspot.com/2010/03/next-steps-for-our-experimental-fiber.html).

[202] John D. Sutter, *Topeka 'Renames' Itself 'Google, Kansas'*, CNN (Mar. 2, 2010), http://www.cnn.com/2010/TECH/03/02/google.kansas.topeka/index.html.

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Missouri.[203] Google entered into a Development Agreement with Kansas City in 2011.[204] The city let Google choose where to deploy, so long as the company made the service available to "economically distressed" communities. In return, the city supplied "assets and infrastructure" at no charge.[205] It also promised to allow Google employees to set up shop in city offices and to deploy dedicated municipal personnel to working with Google.[206]While the agreement did not commit to Google to offering an open platform, the company had represented that it would, in keeping with its public positions in favor of net neutrality.[207]

Google executives "employed the construction of the railroads in the 1800s as a metaphor for the growth, innovation and transformation that Google Fiber would provide" to residents.[208] These benefits, they promised, would extend to low-income communities. As it turned out, a demand-based model meant that only the wealthier neighborhoods signed up in sufficient numbers for the service. While nominally making the service available to underserved communities, Google in fact did not deploy where consumer "demand" lagged.[209] Nor did it retain its commitment to the most robust expression of net neutrality principles.[210] The analogy to railroad rights-

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[203] Official Google Blog, *Ultra High-Speed Broadband is Coming to Kansas* (Mar. 30, 2011), https://googleblog.blogspot.com/2011/03/ultra-high-speed-broadband-is-coming-to.html (announcing Google Fiber was coming to Kansas City, Kansas and, quoting a Google executive, "In selecting a city, our goal was to find a location where we could build efficiently, make an impact on the community and develop relationships with local government and community organizations."). *See also* Official Google Blog, Everything's up to date in Kansas City (May 17, 2011), https://fiber.googleblog.com/2011/05/everythings-up-to-date-in-kansas-city.html (announcing Google Fiber was coming to Kansas City, Missouri).

[204] Development Agreement between the City of Kansas City and Google Fiber Missouri (May 10, 2011), http://www.netcompetition.org/wp-content/uploads/Google-Kansas-Agreement1.pdf.

[205] *Id.*, s 2(c), 5 ("City will provide Google with access to assets and infrastructure of City, to the extent such assets or infrastructure are available and are needed for Google's deployment of the fiber network" and "City will not impose any charges for access to or use of any City facilities provided under this Agreement, nor will it impose any permit and inspection fees.").

[206] *Id., s.* 11 (City will create a "team dedicated to the Project and allow Google to place Project employees in City office locations, working side-by-side with the dedicated City team").

[207] *See, e.g.*, Comments of Google, Inc. in FCC, in the Matter of A National Broadband Plan For Our Future (GN Docket No. 09-51) (Jun. 8, 2009) at 4. *But see* Sarah Nathan, *1934-2010: The Road to the Google-Verizon Proclamation,* THE ATLANTIC (Aug. 10, 2010), https://www.theatlantic.com/technology/archive/2010/08/1934-2010-the-road-to-the-google-verizon-proclamation/61244/ (discussing the Verizon-Google Aug. 9, 2010 Legislative Framework Proposal presented as a compromise on net neutrality and widely seen as Google's walk-back from its prior position).

[208] Germaine Halegoua, *Calling all 'Fiberhoods': Google Fiber and the Politics of Visibility*, 18 INT'L J. CULTURAL STUDIES 311, 313 (2015).

[209] *Id.*

[210] Ryan Singel, *Now That it's in the Broadband Game, Google Flip-Flops on Network Neutrality,* WIRED (July 30, 2013) (describing company's response to a FCC complaint

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of-way may have been more apt than Google realized. To be sure, railroads spurred economic dynamism. They also used these gains to seize territorial and financial concessions from government.[211] In the end, Kansas City did get better broadband, but not all that was promised. Its local paper editorialized ruefully: "Google Fiber hasn't changed the world, or even this part of it. That will be worth remembering the next time an amazing technology emerges from Silicon Valley."[212]

Another Google Fiber city, Louisville Kentucky, traveled a different trajectory. There, Google started in 2017 experimenting with a "nanotrenching" technology to see if it could cut the capital expenses of building out expensive fiber infrastructure.[213] Louisville allowed the company to dig shallow trenches that barely buried the fiber. The city was so committed to the success of this new entry that it even litigated on Google's behalf against incumbent broadband providers to gain Google access to their utility poles.[214] Google's experiment ended in 2019 when it decided to leave the city, and leave behind cracked streets and exposed conduit.[215] After public outcry, it agreed to pay the city to repair the streets.[216]

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concerning Google Fiber's prohibition of customers' attaching "servers" to their gigabit service as violating net neutrality "right to attach" principles).

[211] *See, e.g.,* Ingrid Burrington, *How Railroad History Shaped Internet History*, THE ATLANTIC (Nov. 24, 2015), https://www.theatlantic.com/technology/archive/2015/11/how-railroad-history-shaped-internet-history/417414/ ("The history of American networks has always been the history of spooks, graft, questionable labor and supply chains, and territorial conquest [subsidized by government out of] a zealous, romantic vision of the both liberatory and unifying potential of being able to traverse or defy the limits of greater and greater distances").

[212] Kansas City Star Editorial, *Google Fiber has changed Kansas City But Hasn't Transformed It*, KANSAS CITY STAR (Sept. 24, 2017), https://www.kansascity.com/opinion/editorials/article174936081.html.

[213] Conner Forrest, *Google Fiber is Using a Secret Weapon to Outpace AT&T and Other Gigabit Competitors*, TECHREPUBLIC (Oct. 20, 2017), https://www.techrepublic.com/article/google-fiber-is-using-a-secret-weapon-to-outpace-at-t-and-other-gigabit-competitors/.

[214] BellSouth Telecommunications, LLC v. Louisville/Jefferson Cty. Metro Gov't, 275 F. Supp. 3d 833 (W.D. Ky. 2017) (Louisville has authority to regulate pole attachments), https://muninetworks.org/sites/www.muninetworks.org/files/2017-08-Bellsouth-v-Louisville-Order-granting-SJ-to-Louisville.pdf.

[215] Paige Leskin, *Google Fiber is Shutting Down its Super-High Speed Internet Service in Louisville After Residents Complained That It Left Exposed Cables in the Streets*, BUSINESS INSIDER (Feb. 7, 2019), https://www.businessinsider.com.au/google-fiber-louisville-shutdown-2019-2.

[216] City of Louisville, *City, Google Fiber Reach Agreement Providing for Restoration of Infrastructure Affected by Google Fiber Construction* (Apr. 15, 2019), https://louisvilleky.gov/news/city-google-fiber-reach-agreement-providing-restoration-infrastructure-affected-google-fiber ("Google Fiber will pay $3.84 million to Louisville Metro Government to restore roads and other public rights-of-way affected by its departing service in Louisville").

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What the Google Fiber experience shows is not that patient capital invested in fiber left the cities worse off than they were before (although in Louisville, it might have). It is that the investment lured the cities into precarity by giving up rights-of-way without the means to control the franchisee. Should Google Fiber have become dominant, and leveraged that infrastructure to control over data, wireless connectivity and other elements of the digital layer, the cities could not use the leverage of their rights-of-way to counter the dominance.

D.2. Application Interface

While land is the most tangible public resource in this smart city deployment, there is also virtual infrastructure to consider. Data is infrastructural and control over data is of central concern, as discussed above. In other cities, the application programming interface (API) is another piece of the digital infrastructure, control over which becomes an important piece of sovereignty.[217] Sidewalk imagines for the waterfront an API that *it* would furnish to manage data access rights in the digital layer. The API would provide for "regulated access to city data and the ability to interact with the city infrastructure in ways that are safe and consistent with other uses."[218] It would, Sidewalk asserts, be governed "by open standards" and support use by "third-party developers."[219]

The digital layer API is Android for the city.[220] The two things to note about this technological arrangement are that "open" does not mean egalitarian and that "third-parties" includes city managers. An API owner has the final say over API use. It can withdraw access to applications that seek to connect, or it can boost its own applications over competitors' as Google has done.[221] The digital layer Android-esque ecosystem will *seem* "open." But the initial and ongoing design choices will be

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[217] Los Angeles, for example, has created its own open API for mobility applications through which ride sharing and other mobility services must share data with the city. Los Angeles Department of Transportation, Mobility Data Specification: Information Briefing (October 31, 2018), https://ladot.io/wp-content/uploads/2018/12/What-is-MDS-Cities.pdf.

[218] *See* Vision, *supra* note 116, at 74.

[219] *Id.* at 35. There is ambiguity as to how open the standards will be ("Platform components and applications will be published under open-source licenses where doing so results in significant additional value to the ecosystem as a whole").

[220] *See* Vision, *supra* note 116, at 74 ("In much the same way that software platforms like Apple's App Store, the Google Play Store, and Amazon Web Services have stimulated creativity on the web and in personal devices, the digital layer provides a set of APIs, with documentation and developer support that will inspire the same creativity in the city").

[221] *See, e.g.*, European Commission fines Google €4.34 billion for illegal practices regarding Android mobile devices to strengthen dominance of Google's search engine, Commission fines Google €1.49 billion for abusive practices in online advertising, http://europa.eu/rapid/press-release_IP-18-4581_en.htm. *See generally*, Konstantinos Stylianou, *Exclusion in Digital Markets*, 24 MICH. TELECOMM. & TECH. L. REV. 181, 246 (2018) ("Rivals have complained that the tying of Android with Google's applications, and the bundling of Google's applications together, creates an unfair competitive advantage for Google, which in turn makes competition on the merits harder or impossible for them").

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Sidewalk's or whoever designs it.[222] As Ariel Ezrachi and Maurice Stucke write in relation to the experience with Android, Google is a "super-platform" that "can degrade the functionality of independent apps and online platforms… by reducing their performance and making them run slower; foreclose[ing] timely access to data; [or]… preventing from achieving the minimum efficient scale," as well as by making it "harder for consumers to find" independent apps or giving "preferential treatment to its own or other competitive services."[223] Using the metaphor of the savanna, they describe the dominant mode of cooperation between super-platforms, platforms, and apps in capturing user data: "They all benefit from the combined effort. But they do not share equally the spoils; the dominant lion gets the best cut; which further enhances its power."[224]

Similarly, on the waterfront, Sidewalk presumably could withdraw or condition access to the API. If to the city, API ownership would influence regulatory authority. If to third parties, competition. For example, Sidewalk proposes to make available through the API curbside usage for parking, stopping, dining, building, or recreating. One might have thought that collecting and providing access to this data would be a quintessentially public function. But Sidewalk proposes its own Coord platform for this purpose.[225] The data run through this platform and API would likely include personal information like license plates (to automatically regulate and enforce traffic laws), as well as de-identified data for usage or vehicle type.[226] In order to get at this data, and therefore enforce parking laws or grant special usage permits, the city would have to go through the API. The city, in other words, stands in the shoes of any other third-party, subject to the choices of the API's owner.

Through the API deployed in Toronto's waterfront, not only will the government access the necessary data to serve citizens, but citizens will access government

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[222] Christoph Raetzsch et al., *Weaving Seams With Data: Conceptualizing City APIs as Elements of Infrastructures*, 6 BIG DATA & SOC'Y 1 (2019) at 4 ("Because such APIs provide indispensable data for serving the visible layer of the user interface, they begin to assume infrastructural functions for navigating urban spaces although their governance and design is not subject to public scrutiny or even awareness").

[223] ARIEL EZRACHI & MAURICE E. STUCKE, VIRTUAL COMPETITION: THE PROMISE AND PERILS OF THE ALGORITHM-DRIVEN ECONOMY (Cambridge: Harvard University Press, 2016) at 156-7; *see also Id.*, chapter 16 (explaining in detail the unilateral removal of a privacy-preserving app, Disconnect, from the Google Play Store).

[224] *Id.* at 170.

[225] Sidewalk Labs, *Announcing Coord: The Integration Platform for Mobility Providers, Navigation Tools, and Urban Infrastructure* (Feb. 1, 2018), https://www.sidewalklabs.com/blog/announcing-coord-the-integration-platform-for-mobility-providers-navigation-tools-and-urban-infrastructure/.

[226] Sidewalk Toronto, *Roundtable 4 – Digital Governance Worksheet* (Dec. 8, 2018), https://sidewalktoronto.ca/wp-content/uploads/2018/12/RT-Digital-Governance-Breakout-Session-Worksheet.pdf. *See also* DSAP Update, *supra* note 154, slides 13-29.

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services.[227] The digital dependency discussed above comes to be a dependency on the very same tech interface that the city too requires. Citizen and city are bound together, not directly, but through mutual dependency on the same interfaces. This is the case, for example, when cities use Facebook as the principal communications forum with their residents.[228] The application provider's terms of service, interconnection with other services, and technical affordances then constitute a form of urban control the city cannot easily resist.

Techniques to avoid domination by API need to be developed and built into systems of urban governance, whether these are contractual obligations, regulations, or simply alternatives.

IV. CONCLUSION

In its first 18 months of existence, the Sidewalk Toronto project has not strayed from Sidewalk's original vision, notwithstanding pointed and well-publicized public critique and revelations by a handful of admirably aggressive local journalists. The vision has only consolidated, along with the collaboration between Sidewalk and WT, which has embodied a totally unified approach. Most significantly for our purposes, despite the volume of interest and intensity of concern regarding the venture, no aspect of Sidewalk's proposed vision for governance—and, in particular, no substantive aspect of data extraction, privatization, platformization, or monopolization—has been aired for substantial challenge, refinement, or rescindment. Instead, there has been an elaborate, performative, and painfully drip-fed process of public engagement,[229] involving delayed information releases and staged consultations on already agreed-to secret agreements.

The net effect is that while Sidewalk's first-rate campaign to romance the city has not entirely succeeded, the project has acquired global renown and a sense of inevitability, aided by a combination of lavishly-funded publicity and coquettish mystery. It looks like the release of the MIDP will be another flashy and well-orchestrated set-piece, and that Sidewalk will try to wear any critique as "incredibly

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[227] *See* Vision, *supra* note 116, at 18 (Each resident will be given "An Account … a highly secure, personalized portal through which residents can access public and private services").
[228] City dependency on commercial social media platforms is part of what renders them basic utilities. K. Sabeel Rahman, *The New Utilities: Private Power, Social Infrastructure, and the Revival of the Public Utility Concept*, 39 CARDOZO L. REV. 1621, 1670 (2018) ("Google and Facebook are increasingly part of our informational infrastructure, shaping the distribution of and access to news, ideas, and information upon which our economy, culture, and increasingly politics depend on").
[229] *See* Rob Kitchin, *The Ethics of Smart Cities*, RTE (Apr. 27, 2019), https://www.rte.ie/brainstorm/2019/0425/1045602-the-ethics-of-smart-cities/; Shannon Mattern, *Sidewalk Labs's Material Co-Design*, WORDS IN SPACE (Apr. 28, 2019), http://wordsinspace.net/shannon/2019/04/28/sidewalk-labss-material-co-design/.

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robust dialogue," that helps the firm to improve.[230] But the success of such a repeat act is far from given, as Sidewalk's tactics have hardened and tutored resistance to the project, leading to a growing grassroots #BlockSidewalk campaign, threats of legal action, and at least some indicators of more rigorous oversight from public officials.[231]

As demonstrated in Part II, the process failures in the roll-out of Sidewalk Toronto have been ample. When combined with the substantive concerns set forth in Part III, they propose to dramatically change the structure of urban life and threaten public governance. To recap the threats to governance demonstrated by Sidewalk's original vision and evidenced through the first 18 months of the project:

1. City planning and data management has been referred to a private company that has kept the public and public officials always one-step or more behind the action.
2. Notwithstanding stated deference to public bodies, the project's foundational provisions on intellectual property, data, and procurement, along with the basic blueprint, fundamentally disempower to the public and serve the interests of the private company.
3. In the city as platform model, public administration is a mere app at the edge of centralized infrastructure owned and operated by a private company.
4. Regulation, law-making, and enforcement may be substantially taken over by the private company, which envisages a system of data-driven, outcome-based code, highly personalized and dependent on a constant process of data extraction.
5. Through platformization and accompanying logics of efficiency and datafication, previously fixed and static assets are reconceived as "just-in-time updatable devices," subject to data-enabled single-use transactions. The logics encourage frictionless satiation of impulse, vulnerable to magnifying existing inequalities and undervaluing human freedom and social cohesion.
6. Google experiments in other cities and domains teach that cities can readily hand over physical rights-of-way, leaving themselves servile to deep-pocketed prospectors, and that API control of data exchanges can augment unchecked platform power and deepen irreversible datafication.

What emerges from these points and the prior analysis is not a grievance with technology *per se*, nor with urban innovation. It's with privatization, platformization, and domination. It's with the centrality and hugely asymmetric power of a private corporate group—Alphabet/Google, through its affiliate Sidewalk—and the control it will be able to exercise over nearly every aspect of the future district.

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[230] *See* Doctoroff at Canadian Club, *supra* note 26.

[231] Amanda Coletta, *Quayside, Toronto's Google-Linked Smart City, Draws Opposition Over Privacy, Costs*, WASH. POST (May 7, 2019), https://www.washingtonpost.com/world/the_americas/quayside-torontos-google-linked-smart-city-draws-opposition-over-privacy-costs/.

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Before the project reached this point, there might have been reasonable steps Toronto, in conjunction with WT, could have taken to mitigate these concerns. These might have included a requirement of impact assessments on every proposed service in the project, of independent review for each service, that Sidewalk pilot innovations at Quayside or Google facilities before broader deployment, that the city itself administer any data trust functionality and approve data collection in a cautionary, stepwise manner based on evidence and necessity, that the relevant governmental process conclude its own data governance rulemaking, that any intellectual property provision properly assess the value the public is bringing and ensure a reasonable return, and that ordinary procurement procedures apply at all stages of the redevelopment.

After so much secrecy and legerdemain, it may be too late for these policy interventions if they leave the essential blueprint in place. Course corrections that are too timid and implicitly endorse and embed deep structural compromises into the heart of urban governance will drain the city of power. The alternative, for the city of Toronto and others, is to pursue urban innovation even with private partners, but only in a way that rejects a central role for any one company—and certainly any role of "co-master developer." What Sidewalk has provided is a vision where its own upper-hand in platform control, data governance, intellectual property, procurement, and access, has at each turn an obvious and legitimate alternative: the city itself.

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ATIA - 16(2)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: May 21, 2019 7:05 PM
To: Gillis, Kelly (INFC)
Cc: Eyre, Jennifer (INFC)
Subject: Fw: Weekend media
Attachments: G&M May 19 Debate rages over whether Sidewalk Labs'.pdf

Glenn Campbell
[redacted]
613 941 0722 (w)

From: Faraday-Smith, Nancy (INFC)
Sent: Tuesday, May 21, 2019 6:01 PM
To: Campbell, Glenn (INFC)
Cc: INFC.O IPI.admo-BSMA.IPI O.INFC; Tippins, Shawn (INFC); Khan, Irmeen (INFC)
Subject: Weekend media

Glenn,
Although I realize you've already read the G&M article from this weekend and sent same to the Deputy, Shawn helpfully prepared a summary which may serve as a quick point of reference:
The attached piece by reporter Josh O'Kane ran in the Globe and Mail over the weekend. It's a long-form article that takes the reader from the origins of the RFP up to where things currently stand in the Quayside project involving WT and SWL. The article reviews previously reported issues that have emerged with the project over the last 19 months – including:

- the origins and approval of the RFP
- project governance
- potential data collection and privacy implications
- the scale of Sidewalk's proposals
- the nature of Sidewalk's business model (data monetization & tech deployment vs. real estate development & infrastructure finance) and preliminary discussions SWL has had with the CIB
- the ambiguity over IP rights at play in the project and how the value of data will factor-in to them
- the potential to divert tax revenue to compensate Sidewalk on real-estate and infrastructure development
- whether the project is compatible with democratic processes

The article connects the importance of data valuation with IP – and reiterates concerns expressed by DSAP panellist Kurtis McBride that the public sector may not realize or appreciate the full commercial value of any data it may be handing over to Sidewalk as part of the project in return for investments in tangible public infrastructure. McBride also raises the need to have any IP-related compensation to the public sector strongly reflect a proper appreciation of the value of data.
The article makes references to the difficulty business analysts have in seeing clearly into Sidewalk's relationship to Alphabet and SWL's overall business model and operations, but cites Dan Doctoroff as saying that Alphabet's "patient capital" as the investment that will drive Sidewalk's investments in Toronto, as well his previous assertions that SWL is primarily about real-estate development and infrastructure finance, with tech deployment being a distant third place leg of business model, and data monetization not being part of the model at all.
O'Kane includes a list of the various figures connected with the project that have departed over time (through either resignation or removal) – as well as the various of entities that have criticised the project in one way or another, and cites renowned experts that have either criticised Sidewalk's inability to be forthright on the role data will play in the project (i.e. Anthony Townsend), or who have lent their names to advocacy efforts calling for the project's cancellation until governments have put meaningful policies in place around smart cities (i.e. Shoshonna Zuboff).

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The end of the article cites Stanford University Professor Robert Siegal as saying that SWL's plans have shifted over time from one of promoting the insertion of a 'Digital layer" to that have "helping the Quayside area get developed and how all can benefit" as a sign of good faith.

On the waterfront: Debate rages over whether Sidewalk Labs' Toronto plans are about tech or real estate and whether privacy and the role of democracy are imperilled

We will continue to track media and share summaries of articles of note.

Nancy

From: Campbell, Glenn (INFC)
Sent: May 20, 2019 8:46 PM
To: Tippins, Shawn (INFC) ; Faraday-Smith, Nancy (INFC)
Cc: INFC.O IPI.admo-BSMA.IPI O.INFC
Subject: RE: Weekly call with WT - Tues, May 21, 2:30 - 3:30pm

Seems to be in middle of our staff meeting? Perhaps we can delay start of call

Need to follow up on weekend media as well

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On the waterfront: Debate rages over whether Sidewalk Labs' Toronto plans are about tech or real estate and whether privacy and the role of democracy are imperilled

Josh O'kane

Looking into a crowd of local politicians, urban planners, students and media in Toronto on a warm October day, Prime **Minister Justin Trudeau** praised the "visionary approach" of former New York deputy mayor Dan Doctoroff, the chief executive of a littleknown company with a very well-known owner.

It was 2017 and Sidewalk Labs, a subsidiary of Google parent Alphabet Inc., had just been announced as the winning bidder to help a government agency called **Waterfront Toronto** develop a small chunk of land dubbed **"Quayside"** on the city's long-neglected eastern waterfront.

Standing in front of a row of Toronto, Ontario and Canadian flags - representing the three levels of government that manage **Waterfront Toronto** - the Prime **Minister** turned to address Eric Schmidt, the former chairman of Google and then-executive chairman of Alphabet. His smile widened. "Eric and I have been talking about collaborating on this for a few years now," he said.

For some critics, Mr. Trudeau's comment, which deviated from prepared speaking notes obtained by The Globe, left the immediate impression that the fix was in for Alphabet all along.

Less than an hour later, then-**Waterfront Toronto** CEO Will Fleissig tried to put the genie back in the bottle by clarifying that Sidewalk had been selected after careful consideration of several bids.

Waterfront Toronto has stuck to that message ever since. But Mr. Trudeau's words have etched themselves in the psyche of the project's growing band of critics as evidence that the effort was rife with problems from the beginning.

Mr. Trudeau unveiled a plan that day for Sidewalk Labs and **Waterfront Toronto** to turn a 12-acre site at the foot of Parliament Street into a digitally-connected neighbourhood of the future. "A world leader in urban innovation," Sidewalk Labs would help turn **Quayside** into "a test bed for new technologies," Mr. Trudeau explained, helping to "build smarter, greener, more inclusive cities, which we hope to see scaled across Toronto's eastern waterfront and eventually in other parts of Canada and around the world."

In physical terms, Sidewalk proposed what it calls a "radical" mix of offices, retail, residences and "maker spaces" with plenty of **affordable housing**. It offered to move Google's Canadian headquarters to the waterfront. It committed US$50-million to build a plan and conduct public consultations on **Quayside**. Some design details, such as using wood construction for tall buildings, were also on trend.

But what made Sidewalk's proposal unique were the inventions that conjured images of the Jetsons. In a nearly 200page document, Sidewalk described intersections that could be laced with sensors to recognize pedestrians with disabilities and extend crossing times. Buildings could be powered by artificial-intelligence software to heat and cool only when necessary, reducing energy costs across the community. Freight and waste could be transported underground, freeing up city streets.

By arranging buildings carefully to produce comfortable "microclimates" - with sheltering canopies and heated pavement - Sidewalk said it could double the daylight hours in which it is comfortable to be outside in Toronto's climate. Self-driving buses could replace private cars.

Behind all of these **"smart city"** inventions would be throngs of sensors installed on everything from traffic lights to garbage bins. Sensors pick up data, data can form patterns, and patterns can reveal unexpected aspects of city living that could be made easier with even more technology. Cities are ripe for this kind of innovation, and if everything went according to plan, Toronto could be branded as a world leader in city building.

But the project would also generate vast amounts of valuable data. The big question: Who would benefit most from the redevelopment - the city and its residents and businesses, or the disruptors behind it?

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Much depended on the exact terms of the deal with Sidewalk. In unwittingly creating questions about the fairness of the process that gave Alphabet the project, Mr. Trudeau's words became the first misstep in a project that has drawn global attention and scrutiny.

In the 19 months since the announcement, missteps and gaffes have multiplied, plans have been scaled back and there are calls for the project to be cancelled and the procurement process restarted. A growing number of people close to the original decision have come forward with concerns, and more than a half-dozen senior leaders and advisers have resigned from Waterfront and Sidewalk, or been fired in direct connection with the project.

Concerns about privacy and what Sidewalk would do with the data - which any tech critic would have about any smartcity proposed by any company - have only grown over time. A final plan still hasn't been made available to the public or Waterfront's board, which is scheduled to vote later this year on whether the project will actually go forward. If they approve it, all three levels of government will still get a final say. Shifting plans about the scope of the project, meanwhile, have also raised questions about the company's endgame.

Within Alphabet, Sidewalk is tiny - a risky but promising investment for one of the world's richest companies. But Google and its owner have built an extremely profitable business based on gathering information about people and using it to sell advertising targeted at them. With access to huge pools of data from **Quayside**, followers of the company believe, it will surely find new ways to create valuable new products. But is what's good for Alphabet good for the citizens of Toronto and the Canadian tech sector? Many governments over many decades have tried to transform Toronto's waterfront into a go-to destination.

The **Toronto Waterfront Revitalization** Corp. was created by Ottawa, Ontario and Toronto in 2001 to, in part, try to resolve jurisdictional disputes between them.

Tasked with reimagining 2,000 acres of Toronto's downtown lakeshore, the agency now known as **Waterfront Toronto** has led the rebuilding of Queens Quay and spurred developments such as the Canary District **near** the mouth of the Don River.

At the foot of Parliament Street sits an underused area that **Waterfront Toronto** largely owns. According to an appraisal of the **Quayside** lands by MacKenzie Ray Heron & Edwardh provided to The Globe by former Waterfront board member Julie Di Lorenzo, the parcel's market value could be as much as $570-million.

When a San Francisco-area real estate specialist named Will Fleissig was named CEO in 2016, management wanted to try something new with the land. They floated the idea of a pilot project to attract private investment to generate new approaches to urban planning, likely with new technologies baked in.

The right partner might also be offered a chance to expand across the eastern waterfront if **Quayside** was a success. "Presumably, if we were successful, we could share those lessons with our governments, with other cities across Canada and potentially the world," Mr. Fleissig said in an interview.

Before the procurement process for **Quayside** opened, Waterfront explored the marketplace for potential bidders - including Sidewalk, thanks to a Waterfront employee who used to work in New York and knew its leadership. Early on, however, Mr. Fleissig raised concerns that have continued to dog the project. "Google has purportedly told other candidate communities that they want to control ALL data in this demonstration project area. Could present privacy issues and control issues," he wrote in an internal e-mail in July, 2016, according to a later report by Ontario's Auditor-General, Bonnie Lysyk.

The late 2018-report looked at how **Waterfront Toronto** sought bidders, and suggested that a handful of them - singling out Sidewalk - were given an advantage when they received some information before the request-for-proposals process opened in March, 2017.

Six contenders eventually submitted bids, and three were named finalists. Staff and outside experts selected Sidewalk as the winner by mid-September, 2017, pending approval by Waterfront's board.

It is made up of directors appointed by the **federal**, provincial and municipal governments, and it has a real estate-focused subcommittee.

A board meeting scheduled for Oct. 20 was pushed up to Oct. 16 so that, if directors approved a Sidewalk partnership, it could be announced the following day with Mr. Trudeau as well as Alphabet and Sidewalk executives in attendance. The event would fit all of their schedules.

Four sources familiar with the process, to whom The Globe granted anonymity because they were not authorized to speak publicly, describe the week prior to the vote as extremely rushed, giving board members insufficient time to review details for such an important project. The Auditor-General's report offers further context, quoting an internal email that said the board was

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being "urged - strongly" by the **federal** and provincial governments to approve the agreement.

The board voted to proceed with the agreement on Monday, Oct. 16. Three members were not available to vote and Ms. Di Lorenzo, who has since become an outspoken critic of the project, was the sole dissenting director. She has since called the rushed vote "unconscionable."

Another person close to the decision said that the directors were not equipped to deal with the depth of technical issues so quickly. Regarding these concerns, Waterfront's chief development officer, Meg Davis, said "no one was compelled to vote in favour, and yet there was only the one dissenting vote."

By 11 a.m., just 25 minutes after that meeting adjourned, the Prime **Minister's** communications staff had already sent Mr. Trudeau's remarks for the next day's announcement for policy-staff approval.

The Prime **Minister's** Office says **Quayside's** procurement was operated independently of Ottawa. However, an undated memo from the Privy Council Office obtained through an Access to Information request shows it had a strong interest in Sidewalk winning. A staffer wrote that such a result "complements **federal** efforts to grow Alphabet/Google partnerships and operational footprint in Canada."

W With the partnership agreement kept under wraps, the first nine months of the **Quayside** partnership left the public with a number of questions about the data that future residents of **Quayside** would generate. Privacy is an obvious concern, though both Sidewalk and Waterfront have promised to go beyond the letter of the law.

But data these days is also money. If Sidewalk wanted to load this new community with sensors, how might all that data get used?

Some **smart-city** technologies are developed by cities themselves, such as Barcelona's apparkB. It uses ground sensors to collect data to identify empty parking spots and directs drivers to them. The goal is to reduce emissions and it has added to civic revenue with an extra 4,000 parking permits a day.

In Toronto, a small Kitchener-based company, Miovision, has supplied technology that collects data about people, bikes and traffic going through intersections. It has been used to measure traffic along King Street during a pilot project that persuaded city council to make the road a dedicated transit corridor for streetcars - while at the same time helping make Miovision's own technology more efficient.

But Alphabet is not your average company. Its stock market capitalization is approaching US$1-trillion after two decades of digital innovations built on our use of the internet and places we take our cellphones.

Along with Facebook, its main competitor in the digital advertising business, Alphabet has faced scrutiny over its role in allowing misinformation on its platforms (which include YouTube), along with a growing number of privacy breaches that point to lax protection of personal information.

Both companies have vowed to step up efforts to protect data privacy in recent weeks, but for some critics, it's too late. A number of Sidewalk observers worry that the young, Google-affiliated company could bring similar privacy risks to other cities.

"Any time that there have been tough questions about what the role of data is going to be in this place, and how is that going to create value, Sidewalk has turned and run, rather than do the dirty work of engaging with their critics," says Anthony Townsend, author of the book **Smart Cities**: Big Data, Civic Hackers, and the Quest for a New Utopia - and who in 2016 did contract work for Sidewalk.

Quayside has also added fuel to a quieter debate over intellectual-property sovereignty. In the early days of the project, Canadian tech leaders began to raise questions about whether it would benefit local companies trying to expand the country's digital economy.

Apart from traditional real estate, much of the neighbourhood's value would be derived from products commercialized as intellectual property, or IP, built off the information all of those sensors would collect on residents.

Pedestrian patterns could yield new predictive stoplight technology for use around the world. Data from heat sensors could inspire someone to rethink window design. Even garbage analysis could reveal consumption patterns to better design supply chains. Companies or agencies that commercialize and license their inventions to other organizations can reap profits for decades.

So who would get the benefit from **Quayside** - Alphabet or Canada?

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No one could get a clear answer at first, since the initial agreement was kept from the public. But within months, several Canadian tech leaders, including BlackBerry co-founder Jim Balsillie, began to speak out about what they saw as a raw deal for the country.

"If we were going to pump billions of dollars worth of oil to a private company, we would probably have a public debate over whether it's fair to give that away for free or try to monetize it to the public benefit," said Kurtis McBride, Miovison's CEO, in February, 2018.

Mr. Doctoroff, Sidewalk's CEO, said that month that the company had a few ideas.

He promised to form partnerships with local innovators and suggested Sidewalk might house data in an independent trust. Such a trust could let third parties submit applications to collect or make use of the neighourhood's data, which would be anonymized to remove information that could be used to identify individuals. Sidewalk formally proposed such a solution months later.

Still, questions linger. Mr. McBride recently warned that citizens needed to think about how to value the data and charge for it as a raw material - especially when Silicon Valley companies such as Alphabet want access to it. Adding smartcity data to their already massive pools of information would make them richer, faster. For smaller companies, Mr. McBride compares it to playing a game of poker with someone who already knows what cards will be dealt.

"If you're the city, you don't perceive the value of your data because you don't see it in the context of all the other data that they have," Mr. McBride said in a recent interview. "You might be inclined to give it away for free, or give it away in exchange for someone paying for your transit. But in the meantime the thing you gave away is worth 100 times to them what it would be worth to you."

O Over the past two decades, Google has turned its core mission - to make the world's information more accessible - into one of the world's most valuable businesses. Through search, e-mail and more, Google set the precedent for monetizing how people move about the internet, improving not only the services themselves but the efficiency of its targeted advertising.

It also has a history of helping people move about the real world, too, most prominently with its mapping software - which it lately has been monetizing with more and more local ads. The company has been working with city data since at least 2005, when it helped Portland develop systems for organizing transit data that now serve as a global standard.

Close to 85 per cent of Alphabet's revenue comes from Google's ad business. Last month, the company's latest quarterly earnings report said Google posted its slowest revenue growth in three years.

With competition for digital advertising growing, the company has long been looking for its next big revenue stream, be it by delivering internet via balloon or curing age-related diseases.

In 2015, the same year Google restructured into the holding company Alphabet, it announced a more direct, deliberate push into cities: Sidewalk Labs. In a since-deleted blog post, Google co-founder and now-Alphabet CEO Larry Page wrote that while many municipalities were adopting individual technologies, "a lot of urban challenges are interrelated," requiring thinking of cities as complex interconnected systems that need big-picture innovations.

Since arriving in Toronto in 2017, Sidewalk staff have made efforts to distance themselves from Google. Sidewalk's head of product, Prem Ramaswami, once joked at a **Waterfront Toronto** meeting that he had to resign from Google to take his new job dreaming up urban technologies.

John Brodhead, a policy and strategy director, likes to point to a sign at his desk that asks, "Do I look like Google?" The connection between Sidewalk and its parent is more nuanced than that.

Sidewalk's CEO, Mr. Doctoroff, regularly cites Alphabet's "patient capital" as the investment that will drive its ambitions in Toronto.

Google remains Alphabet's chief source of cash, bringing in 99.6 per cent of Alphabet's US$137-billion in revenue last year. Some Sidewalk companies registered in Canada even list a Google leader as a director.

Much of this would lead a layperson to believe that Sidewalk would follow in Google's footsteps as a company that makes money off of technology. After all, much of the company's publicly available response to Waterfront's request-for-proposals was about its "vision" - one that made nearly as many references to "technology" as it did "development - and included ideas as specific as robotic garbage sorting and as sweeping as "enabling the **infrastructure** to be software-upgradable."

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At public speeches and consultations over the following months, Mr. Doctoroff and his team of New York and Torontobased executives have focused more on tech concepts such as relieving parking congestion, and design opportunities such as tall wood-framed buildings, than on specific details about how it would make money for Alphabet.

But after months of public debate over privacy and control of the data the company has gradually but significantly played down the role it, and its own technology, would play in **Quayside**.

The RFP response opens by describing **Quayside** as a kind of platform with a sensor-driven "digital layer" to collect data on the neighbourhood in order to learn from it. But a Sidewalk spokesperson said recently that it had "substantially moved away" from that approach.

In interviews with The Globe and in numerous public appearances, Mr. Doctoroff has described new technologies as a distant-third revenue source after real estate development and **infrastructure** financing.

"The business model here is not founded on the use or selling of data ... it's a real estate development at its core," Mr. Doctoroff told The Globe the week the project was announced, in October, 2017.

"There may be places where we develop technologies first for this place that can be commercialized elsewhere. We think there are interesting opportunities."

Mr. Doctoroff was forced to get more specific when an internal Sidewalk report to Alphabet obtained by the Toronto Star and The Globe revealed the company had already been outlining a detailed vision that spanned well beyond the **Quayside** site - including helping to fund transit and other **infrastructure** in the area. It has even been in preliminary talks with other investors, including Ottawa's **Canada Infrastructure Bank**.

In return for its investment, however, Sidewalk wrote that it wanted a slice of traditionally city-destined revenues, including property taxes and development fees.

Even at **Waterfront Toronto**, some of these details came as a surprise. "I would say it wasn't what I anticipated from the RFP," said Waterfront's Ms. Davis.

Mr. Doctoroff says the plan is similar to one he helped design as deputy mayor of New York under Mayor Michael Bloomberg in the early 2000s. It assisted in the redevelopment of the long-dormant Hudson Yards site in Manhattan by attracting investors to buy bonds to finance **infrastructure**.

"Responding to an RFP, people are looking for ideas of what you might do ... [versus] a plan where you're actually going to be held accountable to it, are two pretty different things," Mr. Doctoroff told The Globe's editorial board. At a Canadian Club event last month in Toronto, he described Sidewalk's strategic shift as "planning out in the open."

But with no final agreement yet in place, skeptics still worry that Sidewalk could walk away with world-changing technologies while Torontonians hand over pieces of the public sphere to a private company. Even to analysts who follow its parent company closely, Sidewalk remains something of a black box.

"Alphabet offers very little information about its various businesses, and investors have continually asked for more disclosure for some of the bigger segments," says Mark Kelley, executive director and analyst with Nomura Instinet, who follows the holding company. "Because even some of their largest multibillion [dollar] businesses are opaque, the smaller segments get very little attention from investors, if any. This likely affords Google the ability to be agile with its smaller segments that aren't under the microscope."

Facing the House of Commons accessto-information, privacy and ethics committee last month, Mr. Doctoroff once again sought to dispel fears. "You have to dismiss the notion that our business model has anything to do with Google's, because it really has nothing to do with it," he said. "We have no interest in monetizing personal information."

S Sidewalk is expected to deliver a draft of a final **Quayside** agreement by June. Mr. Doctoroff said it will be "painfully transparent" about the company's business model, which he called "the single most complicated model of all time, because you've got all these different forces that are kind of playing to make this thing actually develop consistent with the aspirations we and **Waterfront Toronto**, the government partners, have."

Waterfront Toronto plans to make it public within a week of receiving it, kicking off months of public consultation and revisions before its board votes on whether to actually go ahead with the partnership.

Ontario Premier Doug Ford's government reshaped **Waterfront Toronto's** board last December by firing three directors. It's

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now expected to take a more hawkish view of Sidewalk's plans. The new chair, developer Stephen Diamond, says he is frustrated with assertions Sidewalk has made without the agency's vetting.

Between the whims of its board and the results of public consultations, even if the deal does go forward, **Waterfront Toronto** could radically reshape Sidewalk's plans.

Those plans continue to court concerns. An internal progress report last November said the company believes smartphone pioneer Jim Balsillie is orchestrating the majority of negative media coverage and activist opposition to the project.

But many other critics have also raised concerns about the project's origins, governance, potential data collection and privacy implications. They include Toronto's mayor; Ontario's Auditor-General and **Infrastructure Minister**; **federal** Innovation Ministry staff; current and former **Quayside** advisers, including decorated academics; intellectual-property lawyers; the Canadian Civil Liberties Association, which has filed a lawsuit against **Waterfront Toronto** and all three levels of government.

Those ranks also include some of the world's most prominent technology scholars. Shoshana Zuboff, author of this year's acclaimed book The Age of Surveillance Capitalism - which argues that Google's monetization of human behaviour leaves most humans behind, bastardizing capitalism's initial intentions - now argues that Sidewalk is using data to circumvent democratic city-building.

Ms. Zuboff cites Barcelona as a strong **smart-city** example. "The whole approach there is: 'We want the advantages of data to improve life in the city, improve the efficiency and livability of the city, improve the economics of the city' - all of the reasons why one would want the **smart city**" she says. The story of **Quayside**, she continues, is different. "The pitched battle of surveillance capitalism is in Toronto," she says.

Recently, Ms. Zuboff has joined the ranks supporting #BlockSidewalk, the growing group that's calling for a "fresh start" to Toronto's **smart-city** quest by cancelling the partnership and building a **smart city** with policy first. For now, she says, "this is a story of private capital displacing democratic government for the sake of commercial goals."

So far, Canada has no meaningful policies around **smart cities**. Experts say **Quayside** has prompted a series of conversations about technology and urban planning that Canadians, and others worldwide, should have. Especially with cities as a new frontier, "technology's not going to stop evolving," says Robert Siegel, a Stanford University lecturer in strategy and innovation who has spent time with Alphabet management for case studies.

Sidewalk's plans have also shifted over time, and Mr. Siegel says, could best be seen as a sign of good faith. Alphabet, he says, is "smart enough to figure out which way the winds are blowing. ... What's the best thing for them ... to talk about putting the 'digital layer' in? It sounds selfish and self-centred and big-brother-y. Or they can say, 'Wait a minute. Let's help this area get developed.' If that happens, the rising tide raises all boats. Technology is still going to happen. And therefore, they will benefit from it."

Mr. Doctoroff, for his part, remains undaunted. "There's been nothing that we have seen nor heard over the course of ... more than a year that ... hasn't convinced us that this is the right place, and that if we can do it here and make it successful and convince people, we together can have a truly, truly historic impact." SIDELINED BY SIDEWALK: WHO HAS LEFT THE **QUAYSIDE** PROJECT Will Fleissig resigned from **Waterfront Toronto** in summer, 2018, saying it was a "mutual agreement" with the board's then-chair. But four sources close to the decision said the board was unhappy with his leadership.

THE DISSENTING DIRECTOR Julie Di Lorenzo, the sole director to vote against the **Quayside** project, quit the **Waterfront Toronto** board as it signed an expanded agreement with Sidewalk Labs in July, 2018. She left over concerns that Sidewalk was strong-arming **Waterfront Toronto** over numerous aspects of the project.

THE PRIVACY MASTERMIND Sidewalk hired Ann Cavoukian as an adviser, and long promised to follow a privacy framework she developed as Ontario's privacy commissioner. She resigned over concerns her framework, which is considered a global standard, would go unheeded.

THE TECH EXPERTS **Waterfront Toronto** set up a panel of tech experts in 2018 to consult on potential technologies for **Quayside** and elsewhere. Former OMERS Ventures head John Ruffolo, above, left in July over frustrations with a non-disclosure agreement from Sidewalk.

Artificial-intelligence expert Darin Graham quietly left a few weeks later.

In October, entrepreneur and digitalrights activist Saadia Muzaffar resigned, writing that "**Waterfront Toronto's** apathy and utter lack of leadership regarding shaky public trust and social licence has been astounding."

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THE PROVINCIAL DIRECTORS After Ontario's Auditor-General released a report raising concerns about **Quayside** in December, the governing Progressive Conservatives fired three high-profile, Liberal-appointed directors from the **Waterfront Toronto** board: interim CEO Michael Nobrega, above, chair Helen Burstyn and University of Toronto president Meric Gertler.

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Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: May 21, 2019 4:12 PM
To: INFC.O IPI.branch-DG.IPI O.INFC
Subject: FW: Canada's Digital Charter announcement / Annonce Charte canadienne du numérique
Attachments: NR-Digital Charter-190521-e_FINAL.docx; NR-Digital Charter-190521-f_FINAL.docx; SBK-Bains-Digital Charter-190509-BIL_FINAL.DOCX

As mentioned at today's branch meeting, please see below and attached information about ISED's Digital Charter.
Nancy

From: Marchildon, Caroline (INFC)
Sent: May 21, 2019 1:38 PM
To: Gillis, Kelly (INFC) ; Campbell, Glenn (INFC) ; Peets, Gerard (INFC) ; Fortin3, Marc (INFC) ; O'Leary, Alison (INFC) ; Bertrand3, Nathalie (INFC) ; Trépanier, Isabelle (INFC) ; Douglas, Caroline (INFC)
Cc: Eyre, Jennifer (INFC) ; Tam2, Pauline (INFC) ; Wronski, Michael (INFC) ; Geerts, Line (INFC) ; Faraday-Smith, Nancy (INFC) ; Mitchell2, Lisa (INFC) ; Proulx, Isabelle (INFC)
Subject: FYI: Canada's Digital Charter announcement / Annonce Charte canadienne du numérique
Importance: High

FYI

Caroline Marchildon
Director General | Directrice générale, Communications
Infrastructure Canada
Telephone | Téléphone 613-946-0517

From: Acton, Kelly (IC)
Sent: May 21, 2019 1:33 PM
Subject: Canada's Digital Charter announcement / Annonce Charte canadienne du numérique
Importance: High

Good afternoon,

Innovation Science and Economic Development Canada (ISED) launched Canada's Digital Charter today. This Charter contains a set of principles that will help build a foundation of trust in a digital world for all citizens, businesses and the broader Canadian society. Advancing the Charter is a whole-of-government effort that will inform our actions going forward.

Attached, you will find the products developed for the announcement. If you have any questions or would like to discuss further, it would be my pleasure to provide you with more information about the Charter.

Thank you,

++++++++++++++++++++++++++++++++

Bon après-midi,

Innovation, Sciences et Développement économique Canada (ISDE) a lancé la Charte canadienne du numérique aujourd'hui. Cette Charte renferme des principes qui aideront à bâtir la confiance dans un monde numérique pour

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tous les citoyens, les entreprises et la société canadienne en général. Le lancement de la Charte est un effort soutenu du gouvernement afin de conseiller nos faits et gestes futurs.

Joint à ce message, vous trouverez les produits développés pour le lancement. Si vous avez des questions ou que vous aimeriez en discuter, il me ferait plaisir de vous faire parvenir plus d'information au sujet de la Charte.

Merci,

Kelly Acton

Head of communications, Communications and Marketing Branch
Innovation, Science and Economic Development Canada / Government of Canada
kelly.acton@canada.ca / Tel: 343-291-1652 / TTY: [redacted]

Chef des communications, Direction générale des communications et du marketing
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Renshaw, Brett (INFC)

From: Marchildon, Caroline (INFC)
Sent: May 21, 2019 1:50 PM
To: Gillis, Kelly (INFC); Campbell, Glenn (INFC); Peets, Gerard (INFC); Fortin3, Marc (INFC); O'Leary, Alison (INFC); Bertrand3, Nathalie (INFC); Trépanier, Isabelle (INFC); Douglas, Caroline (INFC)
Cc: Eyre, Jennifer (INFC); Tam2, Pauline (INFC); Wronski, Michael (INFC); Geerts, Line (INFC); Faraday-Smith, Nancy (INFC); Mitchell2, Lisa (INFC); Proulx, Isabelle (INFC); Tremblay, Jenny (INFC); Powroz, Jen (INFC)
Subject: RE: Canada's Digital Charter announcement / Annonce Charte canadienne du numérique
Attachments: NR-Digital Charter-190521-e_FINAL.DOCX; NR-Digital Charter-190521-f_FINAL.DOCX; SBK-Bains-Digital Charter-190509-BIL_FINAL.DOCX

The two references that relate to our files are Sidewalk Labs and the SCC. Pauline and team will review with you our key messages to adjust in light of this news and coordinate with ISED. Thank you.

Caroline Marchildon
Director General | Directrice générale, Communications
Infrastructure Canada
Telephone | Téléphone 613-946-0517

From: Marchildon, Caroline (INFC)
Sent: May 21, 2019 1:38 PM
To: Gillis, Kelly (INFC) ; Campbell, Glenn (INFC) ; Peets, Gerard (INFC) ; Fortin3, Marc (INFC) ; O'Leary, Alison (INFC) ; Bertrand3, Nathalie (INFC) ; Trépanier, Isabelle (INFC) ; Douglas, Caroline (INFC)
Cc: Eyre, Jennifer (INFC) ; Tam2, Pauline (INFC) ; Wronski, Michael (INFC) ; Geerts, Line (INFC) ; Faraday-Smith, Nancy (INFC) ; Mitchell2, Lisa (INFC) ; Proulx, Isabelle (INFC)
Subject: FYI: Canada's Digital Charter announcement / Annonce Charte canadienne du numérique
Importance: High

FYI

Caroline Marchildon
Director General | Directrice générale, Communications
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From: Acton, Kelly (IC)
Sent: May 21, 2019 1:33 PM
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Subject: Canada's Digital Charter announcement / Annonce Charte canadienne du numérique
Importance: High

Good afternoon,

Innovation Science and Economic Development Canada (ISED) launched Canada's Digital Charter today. This Charter contains a set of principles that will help build a foundation of trust in a digital world for all citizens, businesses and the broader Canadian society. Advancing the Charter is a whole-of-government effort that will inform our actions going forward.

Attached, you will find the products developed for the announcement. If you have any questions or would like to discuss further, it would be my pleasure to provide you with more information about the Charter.

Thank you,

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Bon après-midi,

Innovation, Sciences et Développement économique Canada (ISDE) a lancé la Charte canadienne du numérique aujourd'hui. Cette Charte renferme des principes qui aideront à bâtir la confiance dans un monde numérique pour tous les citoyens, les entreprises et la société canadienne en général. Le lancement de la Charte est un effort soutenu du gouvernement afin de conseiller nos faits et gestes futurs.

Joint à ce message, vous trouverez les produits développés pour le lancement. Si vous avez des questions ou que vous aimeriez en discuter, il me ferait plaisir de vous faire parvenir plus d'information au sujet de la Charte.

Merci,

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News Release

For Immediate Release

Minister Bains announces Canada's Digital Charter

The Charter's 10 principles will build a foundation of trust for Canadians in the digital sphere

May 21, 2019 – Toronto, Ontario – Innovation, Science and Economic Development Canada

Canadians are understandably anxious about how their data is being used and how digital technologies are affecting their lives. Meanwhile, the data-driven economy represents limitless opportunities to improve the lives of Canadians—from producing faster diagnoses to making farming more efficient.

Today, during an address to the Empire Club of Canada, the Honourable Navdeep Bains, Minister of Innovation, Science and Economic Development, launched Canada's new Digital Charter. Minister Bains also announced an initial set of actions that will serve to implement the Charter's principles, highlighted by proposals to modernize the *Personal Information Protection and Electronic Documents Act* (PIPEDA), which governs the use of data and personal information by private entities. Additional actions will be announced in the coming days.

With Canada's Digital Charter, the Government is laying the foundation for modernizing the rules that govern the digital sphere in Canada and rebuilding Canadians' trust in these institutions. The Charter outlines what Canadians can expect from the Government in relation to the digital landscape, addressing important issues like universal access and hate online. The 10 principles set out in the Charter will provide the framework for continued Canadian leadership in the digital and data-driven economy. This principled approach will not only protect Canadians' privacy and personal data but also leverage Canada's unique talents and strengths in order to harness the power of digital and data transformation.

Under the multi-year Innovation and Skills Plan announced in Budget 2017, the Government of Canada set out to develop an ambitious plan for economic growth, creating jobs for Canadians and helping them gain the skills they need to succeed in a competitive global economy.

Canada's Digital Charter, informed by the National Digital and Data Consultations, is the next phase of the Plan. It builds on the commitment made by Prime Minister Trudeau to join the Christchurch Call to Action, first announced in Paris on May 15, alongside French President Emmanuel Macron and New Zealand Prime Minister Jacinda Ardern, among other world leaders.

Quote

"Canadians' trust in the digital world is shaken. But in this new age, Canada's competitiveness will depend on our ability to use digital innovation to harness the power of data. Canada's Digital Charter and its 10 principles set the foundation to rebuild Canadians' trust and empower them to reach their full innovative and economic potential. We are building a Canada where citizens have confidence that their data is safe and privacy is respected, unlocking the kind of innovation that builds a strong economy that works for everyone."
– The Honourable Navdeep Bains, Minister of Innovation, Science and Economic Development

Announced today:

- Canada's Digital Charter in Action: A Plan by Canadians, for Canadians
- Canada's Digital Charter: Trust in a digital world
- Proposals to reform the *Personal Information Protection and Electronic Documents Act* to respect individuals and protect their privacy by providing them with meaningful control without creating undue restrictions for business.
- Creation of a Canadian Statistics Advisory Council that will provide advice on the relevance, quality and transparency of the national statistical system.

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- The Canadian Data Governance Standardization Collaborative, which will help better coordinate the development and compatibility of data governance standards in Canada, contributing to the creation of a level playing field in the digital economy.
- The Minister of Innovation, Science and Economic Development's letter to the Commissioner of Competition requesting that the Competition Bureau work with Innovation, Science and Economic Development Canada on competition law, policy and practice to ensure that they keep pace with the dynamism of the marketplace. The letter emphasizes the impacts of digital transformation, the importance of maintaining the confidence and trust of citizens, and the value of making Canada a top choice for data-driven innovation.

Quick facts

- Canadians are among the most digitally connected people in the world. According to the Organisation for Economic Co-operation and Development and the Canadian Internet Registration Authority, 89% of Canadians and 98% of businesses are online and 88% of Canadians use a mobile device.
- The Digital Charter is a government-wide approach that will ensure Canadians can trust new digital technologies and that their data and privacy will be safe. It will ensure that our democratic institutions will be protected, and that Canadians will be able to take full advantage of the many new opportunities unlocked by data-driven technologies.
- The recently announced Artificial Intelligence Advisory Council will be a central reference point for government to draw on leading artificial intelligence (AI) experts from Canadian business, academia, civil society and other partners so that we can realize the full economic and social benefits of AI that support ethical, human-centred uses of digital and data applications.
- Canada's first-ever Smart Cities Challenge winners have been announced and are now ready to start implementing their visions for harnessing the potential of connected technology and data to improve the lives of Canadians.

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Communiqué

Pour diffusion immédiate

Le ministre Bains présente la Charte canadienne du numérique

Les 10 principes de la Charte jetteront les bases de la confiance des Canadiens envers la sphère numérique

Le 21 mai 2019 – Toronto (Ontario) – Innovation, Sciences et Développement économique Canada

Les Canadiens ont des préoccupations tout à fait légitimes en ce qui concerne l'utilisation de leurs données et la manière dont les technologies numériques touchent leur vie. Cela dit, l'économie axée sur les données offre des possibilités quasi illimitées d'améliorer la vie des Canadiens, en accélérant la pose de diagnostics médicaux, en rendant l'agriculture plus efficace, et de multiples autres façons.

Aujourd'hui, lors d'une allocution devant le Empire Club of Canada, le ministre de l'Innovation, des Sciences et du Développement économique, l'honorable Navdeep Bains, a présenté la nouvelle Charte canadienne du numérique. Le ministre Bains a également annoncé un ensemble de mesures initiales afin de mettre en œuvre les principes de la Charte, notamment une proposition visant à moderniser la *Loi sur la protection des renseignements personnels et les documents électroniques* (LPRPDE), qui encadre l'utilisation des données et des renseignements personnels par le secteur privé. Des mesures additionnelles seront annoncées au cours des prochains jours.

La Charte canadienne du numérique constitue le point d'ancrage des mesures que le gouvernement adoptera pour moderniser la réglementation de l'univers du numérique au Canada et pour rétablir la confiance des Canadiens à l'endroit des institutions qui en font partie. La Charte énonce les mesures que le gouvernement du Canada prendra dans la sphère du numérique, notamment dans des domaines clés comme l'accès universel et le contenu haineux en ligne. Les 10 principes énoncés dans la Charte forment un cadre pour assurer le leadership continu du Canada dans l'économie fondée sur le numérique et les données. Ces principes aideront non seulement à protéger les données et les renseignements personnels des Canadiens, mais également à tirer parti des talents et des forces uniques du Canada pour profiter pleinement de la transformation dans le domaine du numérique et des données.

Le Plan pour l'innovation et les compétences, annoncé dans le budget de 2017, est un ambitieux plan pluriannuel axé sur la croissance économique, la création d'emplois et l'acquisition des compétences dont les Canadiens ont besoin pour prospérer dans une économie mondiale concurrentielle.

La prochaine étape de ce plan est la Charte canadienne du numérique, qui reflète les résultats des consultations nationales sur le numérique et les données. Elle prend appui sur l'engagement pris par le premier ministre Trudeau de joindre l'Appel à l'action de Christchurch, annoncé à Paris, le 15 mai, aux côtés du président de la France, Emmanuel Macron et de la première ministre de la Nouvelle-Zélande, Jacinda Ardern, parmi d'autres dirigeants mondiaux.

Citation

« La confiance des Canadiens à l'endroit du monde numérique est ébranlée. Toutefois, à l'ère du numérique, la compétitivité du Canada sera tributaire de sa capacité d'exploiter l'innovation numérique pour profiter de la puissance des données. La Charte canadienne du numérique et ses 10 principes sont les bases sur lesquelles nous rebâtirons la confiance des Canadiens et leur donnerons les moyens de réaliser leur plein potentiel innovateur et économique. Nous bâtissons un Canada où les citoyens ont confiance à l'égard de la protection de leurs données et de leurs renseignements personnels. Nous ouvrons ainsi la porte à une innovation qui sous-tend une économie forte et avantageuse pour tous. »
– Le ministre de l'Innovation, des Sciences et du Développement économique, l'honorable Navdeep Bains

Annoncé aujourd'hui

- La Charte numérique du Canada en action: un plan par des Canadiens, pour les Canadiens
- La Charte canadienne du numérique

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- La proposition visant à réformer la *Loi sur la protection des renseignements personnels et les documents électroniques* en vue de respecter les individus et de protéger leurs renseignements personnels en leur permettant d'exercer un contrôle concret sur les renseignements les concernant sans imposer de restrictions indues aux entreprises
- La création du Conseil consultatif canadien de la statistique, qui fournira des conseils sur la pertinence, la qualité et la transparence du système national de statistique
- Collectif canadien de normalisation en matière de gouvernance des données, qui examinera la coordination en ce qui a trait à l'élaboration et à la compatibilité des normes sur la gouvernance des données au Canada, dans le but d'instaurer des règles du jeu équitables dans l'économie numérique
- Dans une lettre au commissaire de la concurrence, le ministre de l'Innovation, des Sciences et du Développement économique, l'honorable Navdeep Bains, demande au Bureau de la concurrence de travailler de pair avec Innovation, Sciences et Développement économique Canada dans les dossiers du droit, des politiques et des pratiques en matière de concurrence, afin de suivre l'évolution dynamique du marché. La lettre souligne les incidences de la transformation numérique, l'importance de maintenir la confiance des citoyens, et la pertinence de faire du Canada une destination de premier ordre pour l'innovation fondée sur les données.

Les faits en bref

- Le Canada est l'un des pays les plus branchés au numérique. Selon l'Organisation de coopération et de développement économiques et l'Autorité canadienne pour les enregistrements Internet, 89 % des Canadiens et 98 % des entreprises au pays sont en ligne. De plus, 88 % des Canadiens utilisent un appareil mobile.
- La Charte numérique est une approche pangouvernementale qui va donner confiance aux Canadiens confiance dans les technologies numériques, et les rassurer que leurs données et leur vie privée sont protégées. Elle protégera nos institutions démocratiques, et permettra aux Canadiens de profiter pleinement des nombreuses possibilités qu'offrent les technologies basées sur les données.
- Le Conseil consultatif en matière d'intelligence artificielle, dont la création a été annoncée récemment, sera un point de référence central pour le gouvernement dans ce domaine. Le Conseil s'appuiera sur d'éminents experts en intelligence artificielle qui proviendront de l'industrie, de la société civile, du milieu universitaire et d'autres domaines. L'objectif du Conseil est de réaliser pleinement les avantages socio-économiques de l'intelligence artificielle en favorisant une utilisation éthique et centrée sur l'humain des applications numériques et des données.
- Le nom des tout premiers lauréats du Défi des villes intelligentes a été annoncé. Les collectivités gagnantes sont prêtes à concrétiser leur vision en matière de technologies branchées et de données en vue d'améliorer la vie des Canadiens.

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Special Backgrounder
Canada's Digital Charter release
May 2019

CONTEXT

On May 21, 2019, Minister Bains will participate in a series of events announcing the release of the new Digital Charter, the foundation of trust on which the government will build Canada's new Digital Charter.

OBJECTIVES

To communicate the next steps of the Innovation and Skills Plan, following the Government of Canada's National Digital and Data Consultations.

To demonstrate the Government of Canada's commitment to:

- encouraging all Canadians to participate in the digital and data economy,
- providing them with the strongest privacy protection possible,
- fuelling innovation built on trust,
- meeting the challenges and opportunities of the digital world.

TAG LINE

- Canada's new Digital Charter is the foundation of trust we need to build an innovative economy and a safe and inclusive society.

KEY MESSAGES

- In this new age, Canada's competitiveness will depend on our ability to use digital innovation to harness the power of data.
- Canadians' trust in the digital world is shaken. They're understandably anxious about how digital technologies and data will affect their lives.
- Only by building a strong foundation of trust in the digital world, will we, as Canadians, be able to reach our full innovative potential.
- Canada's new Digital Charter now provides that foundation of trust.
- Canada's Digital Charter is composed of 10 principles – from universal access to transparency and personal control– that reflect Canadians' values and the priorities we heard through our extensive consultations.
- The Digital Charter will set the standard against which we will measure the modernization of our privacy laws, competition rules and all government programs.

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- This is a principled approach that will help us address not only the challenges of this new reality but also leverage Canada's unique talents and strengths in order to harness the power of digital and data transformation.

MESSAGES CLÉS

- À l'ère du numérique, la compétitivité du Canada dépendra de sa capacité d'innover pour tirer pleinement profit du pouvoir des données.
- La confiance des Canadiens à l'endroit du monde numérique est ébranlée. Les Canadiens sont anxieux, et à juste titre, à propos des conséquences que les technologies et les données numériques auront dans leur vie.
- Il faut établir une base de confiance solide à propos du monde numérique pour que les Canadiens réalisent leur plein potentiel innovateur.
- Notre stratégie en matière de données et de numérique sera fondée sur la nouvelle Charte canadienne du numérique.
- La Charte canadienne du numérique comporte 10 principes, de l'accès universel à la transparence, en passant par le contrôle personnel. Ces principes reflètent les valeurs des Canadiens ainsi que les priorités soulevées lors des consultations approfondies menées par le gouvernement.
- La Charte canadienne du numérique sera la norme fondamentale qui nous permettra d'évaluer la modernisation de nos lois sur la protection de la vie privée, de nos règles sur la concurrence et nos programmes gouvernementaux.
- Ces principes nous aideront non seulement à relever les défis posés par cette nouvelle réalité, mais également à tirer parti des talents et des forces uniques du Canada pour profiter pleinement de la transformation dans le domaine du numérique et des données.

QUESTIONS & ANSWERS – Digital Charter

Q1. The National Digital and Data Consultations were launched nearly a year go. Why did it take so long to take action on the results?

- We took the time to get it right, because this is one of the great issues of our time.
- Through the National Digital and Data Consultations, Canadians told us what they want: a digital environment that they can trust to protect their privacy and respect their data, all while fuelling innovation and improving the services and products they use.
- The Charter paves the way for building a digital economy that works for all Canadians – rooted in trust, driving innovation and preparing Canadians for the future of work.

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Q2. How will the Charter make a difference in the lives of Canadians?

- We know Canadians worry about consent, privacy, about controlling data about them. And businesses want predictability in the marketplace.

- Across the Government, we're going to be modernizing the laws, rules and regulations that have an impact in the digital sphere, and this will be done in accordance with this new Charter, so Canadians can rebuild their trust in the digital world.

- For example, because it's now a principle of the Government that strong enforcement mechanisms be in place to protect Canadians data, Canadians can expect that strong enforcement mechanisms will follow in the rules that govern the web.

Q3. How do the principles translate into action or proposals?

- In practical terms, each principle of Canada's Digital Charter is being operationalized through concrete initiatives. For example:

- In terms of **Universal access**, Budget 2019 committed to having 100% of Canadian homes and businesses connected to the internet by 2030 and the CanCode initiative is another example, making sure that young Canadians have access to the digital skills they'll need for the jobs of the future.
- For **Safety and security,** in addition to the investments in critical infrastructure and cyber certification announced in Budget 2019, we will also explore how codes, standards and certification can be used strategically. The Canadian Data Governance Standardization Collaborative is an example of this.
- For **Control and consent**, the proposals for modernizing PIPEDA that accompanied the release of the Digital Charter specifically examine a series of reforms to enhance individuals' control through concepts such as modernized consent requirements, plain language requirements, and transparency in automated decision-making.
- **Transparency, portability and interoperability**, the PIPEDA proposals specifically explore transparency as well as data portability which will not only enhances an individual's control of data but also opens up competition in emerging sectors. This will improve citizens' ability to harness the full power of their data in the marketplace.
- For **Open and modern digital government**, ~~in addition to Government's efforts to move toward a digitally-enabled Government to improve programs and service, we will continue to build on initiatives such as Innovation Canada's single-window to further help businesses access government programs and services that can assist them in scaling-up or increasing their innovation potential.~~ the Data Strategy Roadmap, released in November 2018, outlines a number of recommendations to enable the public service to support more strategic use of data while protecting citizens' privacy. The proposed Strategy seeks to 'accelerate work to assess the legislative and policy framework and practices to support greater strategic use of

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data. As one of its next steps, it is worth noting that the Strategy commits to pursuing options to create a Canadian open data trust or pool.

In parallel to this, the Canadian Digital Service (CDS) has recently committed to examine what it would take to deliver Government of Canada's public-facing services digitally by 2025. The commitment came in response to a challenge that was articulated in a report titled *The Innovation and Competitiveness Imperative: Seizing Opportunities for Growth* that came out of the Digital Industries Table—part of Canada's Economic Strategy Tables in September 2018. CDS is working on a roadmap that will explore how the Government of Canada could meet this challenge.

- For **A level playing field**: We will examine and review key marketplace framework legislation starting with PIPEDA, to ensure that they reflect the principles in the Charter. We will also engage the Commissioner of Competition to work collaboratively to explore key challenges arising from emerging technologies and the digitization of the economy.

  In addition, the PIPEDA proposals also seek to create more opportunity for businesses while enhancing privacy protections. Specifically, they explore building on consent with greater opportunities in using data for standard business practices, enabling codes, standards as well as looking at greater flexibility on use of data under certain conditions.

- For **Data and digital for good**, the Strategic Innovation Fund (SIF) – Stream 4 (Collaborative Technology Development and Demonstration Stream) program serves as an example of this principle in action. Through this program, the Government will support innovative new initiatives and technology in health and biosciences, including through announcements this week.

- For **Strong democracy**, in addition to implementing key measures introduced in the Elections Modernization Act, the Government will continue to engage with web-based platforms and communicate the expectation of real, concrete action to increase transparency, authenticity, and integrity, and to combat the spread of disinformation online.

- For **Free from hate and violent extremism**, Canada recently signed the Christchurch Call to Action, a global pledge to eradicate terrorist and violent extremist content online, led by New Zealand and France. Through the Call to Action, governments and major online service providers have made voluntary, collective commitments to prevent people from abusing the internet for violent extremist and terrorist purposes.

- For **Strong enforcement and real accountability,** the PIPEDA proposals include expanding the Privacy Commissioner's enforcement authorities to order-making powers, lowering the threshold for audit of businesses and increasing fines and penalties for non-compliance.

Q4. What does today's announcement mean for large projects like Sidewalk Labs?

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- Every day, Canadians – governments, companies, civil society, academics and individuals are faced with complex questions around the collection, management of use of data in Canada.

- The principles set out in the new Digital Charter will inform the actions and policy decisions we need to take in order to protect privacy, promote trust and make room for the kind of innovation that drives an economy that works for everyone.

- The actions will together provide a landscape in which there is more transparency and control over data, as well as greater opportunity to use data for good.

- The launch of the Digital Charter is accompanied by a set of proposals to modernize the Personal Information Protection and Electronic Documents Act (PIPEDA). These proposals consider the need to innovate in areas of privacy law to address new types of public-private data sharing that may arise from projects like the one being considered by Waterfront Toronto.

- For instance, the proposals include the concept of data trusts, which Sidewalk Labs has been exploring.

Q5. How will this new Charter impact small businesses?

- Small businesses are the backbone of our economy – over 98% have fewer than 100 employees, and more than half have fewer than 4.

- We believe that greater trust and certainty in the digital marketplace will empower small businesses and entrepreneurs to create new jobs, expand their operations and access the global marketplace.

- Businesses need predictability about the regulatory landscape in order to support investment decisions and future planning. The Charter outlines clear and consistent guidelines, particularly around data and privacy, to make sure small businesses know the rules to protect both consumers and themselves.

- Our government will ensure fair competition in the online marketplace to facilitate the growth of Canadian businesses and affirm Canada's leadership on digital and data innovation. In fact, I've already written to the Competition Bureau to see if our current tools are adequate for him to ensure fair competition in this day and age.

- In the proposals to modernize PIPEDA, we are studying the impact of the proposals on SMEs so that we don't add undue burden. We have to be mindful of any unintended consequences when it comes to SMEs and the scaling firms that are innovating with data on a foundation of trust.

- The goal is to ensure that incentives are strong, that SMEs are not unfairly penalized, and that individuals' personal information is appropriately protected.

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- Moreover, through the Standardization Collaborative, we will support industry with standardization strategies that are likely to benefit SMEs as they will now have a level playing field with large companies.

- My AI Advisory Council is also specifically asked to look at how we can commercialize Artificial Intelligence technologies that will help SMEs scale quickly.

Q6. What is the purpose of the Government of Canada Advisory Council on Artificial Intelligence and how does it move the Charter forward?

- The Council brings forward third-party and private sector advice to complement the Department's expertise.

- The Advisory Council will be a central reference point for the Government of Canada to harness the incredible knowledge and expertise of Canada's leading AI experts – truly some of the greatest minds in the world – to help prepare our citizens and industries to benefit from the growth of the AI sector.

Q7. Will the principles in the Charter apply in the context of the government's Smart Cities Challenge?

- Yes.

- By driving innovation in communities across the country, the Government of Canada is empowering communities to address the most pressing needs of their residents through data and connected technology.

- The principles set out in the Charter now provide a way forward to guide communities as they approach decisions around the collection, management and use of data to protect privacy, promote trust and enable them to take full advantage of economic opportunities in a data-driven world.

- The Smart Cities Challenge was a pan-Canadian competition that encourages communities of all sizes to harness the potential of connected technology and data to improve the lives of Canadians.

- The winners are:

    - Town of Bridgewater, Nova Scotia – $5 million prize for its proposal to reduce energy poverty.
    - Nunavut Communities, Nunavut – $10 million prize for its proposal to use a life promotion approach to suicide prevention.
    - City of Guelph and Wellington County, Ontario – $10 million prize for its proposal to create a Circular Food Economy.
    - City of Montréal, Quebec – $50 million prize for its proposal to improve mobility and access to food.

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Q8. Statistics Canada was in the news last fall for its plans to access financial data of Canadians. Will Stats Can abide by the principles in the Charter in how it does its work?

- Yes, the Charter will inform the work of Statistics Canada. Statistics Canada's expertise in providing high quality and timely data is key to helping Canadians make well-informed decisions and be more engaged in society.

- Following recent amendments to the *Statistics Canada Act*, the forthcoming Canadian Statistics Advisory Council will provide advice on the quality of the national statistical system including the relevance, accuracy, accessibility and timeliness of its data. Further details regarding the creation of the Council will be announced next month.

- As part of its mandate, this new Council will provide guidance on how the national statistical agency can carry out its critical mandate while maintaining the trust and protecting the privacy of Canadians.

Q9. What is the Canadian Data Governance Standardization Collaborative and how will it move your Charter forward?

- The creation of the Canadian Data Governance Standardization Collaborative will advance the vision of the Charter by helping better coordinate the development and compatibility of standards for data governance in Canada.

- It will contribute to the creation of a level playing field in Canada's digital economy, one with clear rules where organizations can more easily account for their digital and data practices.

- For SMEs, the Collaborative provides an opportunity to identify their priorities and needs with respect to data governance. The Collaborative seeks to deliver a comprehensive roadmap describing the current and desired Canadian standardization landscape.

- For example, the Charter's principle about transparency and portability enhances control for individuals while enabling competition in the marketplace.

- Development and adherence to standards related to data interoperability will ensure that SMEs can fully benefit from the increased competition that will result from such provisions.

Q10. The Competition Bureau is an independent law enforcement agency. Why are you instructing the Commissioner of Competition on what he should be doing during his term in his welcome letter?

- We recognize the importance of the Bureau's independence, while also acknowledging that its work advances key Government of Canada objectives, including the promotion of a competitive and innovative economy.

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- The letter to the Commissioner raises pressing issues around the effects of technological advancements and digitalization on the marketplace and on competition law and policy with the view to making Canada a top choice for data-driven innovation.

- This is a shared area of responsibility between the Department and the Bureau, and so the Minister has asked them to work together on ensuring our competition framework and enforcement are fit for purpose in the data-driven marketplace.

Q11. Canadians are concerned about how their data is being treated, concerns that were reflected in the recent Privacy Commissioner findings into Equifax and Facebook investigations. How will the Digital Charter help regain Canadians' trust in the online world?

- The Government believes that trust is the foundation for economic growth and innovation. The Charter aims to balance the legitimate needs for privacy, control and transparency on the part of customers, and that of access to data to fuel innovation on the business side.

- The principles set out in the Charter provide an overall framework for what Canadians can expect around how their data will be used, collected and managed in Canada.

- As an example, the Charter strives for a fair and transparent privacy ecosystem that harnesses the powerful potential of data innovation while allowing consumers choice and control over their data.

- Providing consumers with greater control over and the ability to transfer their data gives them more choice in the digital marketplace. This also fuels competition and creates new services and business models.

- For businesses, the Charter will strive for innovation through competition which will enable new players, such as fintechs, to enter and succeed in the digital marketplace with the confidence of consumers.

Q12. Canadians want the government to take protective action. When are you going to regulate major industry players like Facebook and Google on the use of private data?

- Social media platforms are already subject to commercial privacy law. However all companies must endeavour to protect Canadians' personal data with consistent and measurable actions. It is clear that Canadians expect and deserve greater transparency and control over the use of their personal information.

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- We have introduced measures in Bill C-76, the *Elections Modernization Act*, and more work is being done to position Canada as a global leader in the digital economy.

- The Government is committed to enacting meaningful updates to Canada's laws, including the *Personal Information Protection and Electronic Documents Act*, to expand on concepts of transparency, openness and accountability.

- The Charter envisions that Canadians should have the capacity and tools to know who is using their personal data and for what purposes, with clear penalties when rules are not respected.

- This will enable consumers to benefit from the online marketplace, while giving them the trust and confidence that organizations will appropriately handle and safeguard their private information.

- The proposals to modernize PIPEDA includes a proposal on meaningful enforcement – that can for example::

    - hefty penalties that can be linked to the company's revenue so the larger the company, the larger the fine;
    - order making powers to stop collecting and using data
    - limits on other forms of revenue generating activities

- We will not tolerate companies contravening our laws, and are also engaging with international partners to see how we can better coordinate enforcement when a breach or overreach happens over multiple jurisdictions.

- The proposals further explore how to increase this cooperation on enforcement of data related issues.

Q13. How does Canada's Digital Charter compare to other nations? Is Canada falling behind?

- No, Canada is leader on the global stage in the digital sphere. We are raising questions around the ethical use of data and of artificial intelligence and providing a path forward to tackle these new challenges.

- Our new Charter provides guiding principles which ensure the government keeps trust and accountability at the heart of policy-making.

- A number of OECD countries, including the U.S. and UK, have developed national digital frameworks which address the importance of the growing digital economy. Australia is in the process of developing their framework.

- This is the opportunity for Canada to set its own unique approach to data – one that reflects our values of human rights, inclusion, diversity, innovation, and economic growth.

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Q14. How does Canada's Digital and Data approach compared to the European Union's General Data Protection Regulation (GDPR)? Should Canada have simply adopted the GDPR?

- We are closely following the progress of the European Union's General Data Protection Regulation (GDPR) compliance by organizations.
- In the period leading up to the coming into force of the GDPR, a number of EU and multinational organizations noted some challenges in its implementation given its breath and scope.
- Many of our proposals to modernize PIPEDA are consistent with provisions presented in the GDPR.
- There are already many similarities between the Canadian and European approaches to privacy and data protection. Both the GDPR and Canada's PIPEDA are derived from the same internationally accepted principles from the Organisation for Economic Co-operation and Development (OECD).
- Canada's circumstances also differ in many ways from those of EU members, and our laws must reflect those circumstances. For example, the GDPR applies to both public authorities and private organizations; in Canada, PIPEDA applies to commercial activities and the *Privacy Act* regulates federal government institutions.
- The Canadian approach, as outlined in the proposals, also emphasizes the importance of promoting responsible use of data in the marketplace and the need to consider compliance burden for organization that are subject to PIPEDA.

Q15. What happens to companies that are already compliant to GDPR? Are you creating additional burden on them? Why not just implement GDPR in Canada?

- The Government of Canada recognizes the importance of having data protection regimes that are interoperable with our trading partners and remains firmly committed to its position in a number of recent trade deals: we support the free flow of data and its importance in the context of a digital economy that spans the globe.
- Many of the proposals to modernize PIPEDA are consistent with provisions presented in the GDPR.
- There are already many similarities between the Canadian and European approaches to privacy and data protection. Both the GDPR and Canada's PIPEDA are derived from the same internationally accepted principles from the Organisation for Economic Co-operation and Development (OECD).
- Canada's circumstances do differ in many ways from those of EU members, and our laws must reflect those circumstances.

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- By ensuring interoperability we can retain this domestic approach in ways that do not add undue burden.

- The Canadian approach, as outlined in the discussion paper, also emphasizes the importance of promoting responsible use of data in the marketplace and the need to consider compliance burden for organization that are subject to PIPEDA.

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Q16: Isn't it important for **Canadians' data to stay in Canada? What about data sovereignty?**

- When it comes to Canadians' data, the Digital Charter also contains principles regarding using data for good and ensuring a level playing field.
- The Charter also recognizes the economic benefits that are derived from the free flow of data both for Canadians in accessing a variety of goods and services as well as for businesses to attract foreign investment and compete internationally.
- The Government has taken a balanced approach in the context of digital trade provisions seeking to promote the free flow of data while maintaining privacy protection and, when there is a compelling public policy interest, keeping data within its borders.
- Sovereignty is not just about where data is housed, but about the ability to use, protect, and control it. We recognize that we operate in a global economy, and we believe that it is important that this emerging, disruptive economy be shaped by openness and trust, but also preserving space for appropriate safeguards and protections.
- We also recognize that a critical part of sovereignty is the ability for citizens to better control their data. This is at the heart of the proposals for PIPEDA outlined today, including introducing further transparency, new ways for citizens to control their data and understand how it is being used, and a fundamentally new concept of data mobility.
- This is also why we are working to shape emerging global norms in areas like the ethical use of AI, standards for portability, and protections against digital harms.
- All of this gets at sovereignty and the ability for citizens to assert their controls over their data.

Q17. Does the Charter make data a part of trade negotiation?

- Yes, this Charter will guide Government actions and policy decisions across the board, and that includes trade negotiations. Every trade negotiation is different and will present different challenges, but this Charter guides the objectives we seek to achieve.
- The Charter is consistent with Canada's commitment to enabling the free flow of data across borders by promoting global interoperability of privacy and e-protection frameworks.
- It is also consistent with the important safeguards and flexibilities that we have negotiated, including the continue policy room to protect privacy and security.
- Canada will maintain its support for progressive trade objectives, including reinforcing its established position on digital trade issues.

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Q18. In the Government's new Digital Charter, open banking is noted as a potential first application of data mobility. What are the next steps in the Open Banking Review?

- The Open Banking review was first announced in Budget 2018.
- Its purpose is to study the benefits and risks of open banking, a consent-based framework where consumers and businesses can authorize innovative companies to safely access the financial transaction data held by their bank.
- Since then, the Government established an Advisory Committee to engage Canadians and report back on the merits of open banking for Canada.
- The Government also launched a public consultation in January 2019 and held targeted stakeholder roundtables. Over 100 unique submissions were received, and more than 200 diverse stakeholders contributed to the conversation.
- The Minister of Finance is awaiting the report of these advisors. As has been done in previous instances, the Government intends to release the consultation results along with next steps in the near-term.

Q19. How do the principles apply to science and research?

- Budget 2018 announced $572.5 million over five years to implement a Digital Research Infrastructure (DRI) Strategy.
- The DRI Strategy will deliver more open and equitable access to digital research infrastructure resources, digital tools, and services to academic researchers across the country.
- Digital research infrastructure is the collection of connectivity, computing power and storage services needed to support data-intensive and computationally-intensive research.
- The principles set out in the Charter now provide a way forward to guide institutions, researchers and scientists as they approach decisions around the collection, management and use of data to protect privacy, promote trust while enabling them to take full advantage of the power of big data to underpin world-class research across all disciplines.

Q20. The Charter talks about creating a Strong Democracy Free From Hate and Violence. How will this be enforced? What is the government doing to keep Canadians safe online?

- The Canada Centre for Community Engagement and Prevention of Violence (Canada Centre) was launched in 2017 and leads the Government of Canada's efforts to counter radicalization to violence.
- In 2018, the Minister of Public Safety and Emergency Preparedness launched the National Strategy on Countering Radicalization to Violence that continues to focus efforts across Canada on preventing and countering violent extremism and terrorism

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through building, sharing and using knowledge, addressing radicalization in the online space, and supporting interventions.

- Canada recently signed the Christchurch Call to Action, a global pledge to eradicate terrorist and violent extremist content online, led by New Zealand and France. Through the Call to Action, governments and major online service providers have made voluntary, collective commitments to prevent people from abusing the internet for violent extremist and terrorist purposes.

- Canada will continue to support researchers and civil society in understanding and addressing radicalization to violence online in Canada.

- The Government of Canada will also continue its bilateral and multilateral efforts to work with digital industry to better address violent extremist and terrorist use of the internet and online hate, in concert with other Federal Government efforts to address online harm.

QUESTIONS & ANSWERS – PIPEDA Discussion Paper

Q21. In any reforms of PIPEDA, would you lean towards toughening privacy protection or promoting innovation?

- It's not either/or.

- The goal is to respect individuals and their privacy by providing them with meaningful control without creating onerous or redundant restrictions for business.

- We want to enable responsible innovation on the part of organizations and ensure an enhanced, reasoned enforcement model.

- Trust is key to growing our digital economy.

Q22. What difference could reforms of PIPEDA make to Canada's competitiveness?

- Canada is facing data opportunities and challenges in parallel with other leading nations as part of a global innovation race.

- Businesses want and expect to have clear and stable rules with reasonable enforcement.

- Our global competitors are taking aggressive action in terms of supporting trust and privacy to lead in a data-driven, digital global marketplace.

- Next generation privacy and e-protection laws, specifically in the European Union but also in the United States, are impacting domestic policies and practices.

- We need an approach to personal information protection in the private sector that meets Canada's needs and remains interoperable with leading jurisdictions.

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Q23. What is your view on data trusts?

- Data trusts have the potential to provide a mechanism for managing trusted access to data, which is critical to spur the development of AI innovations in a broad spectrum of the economy.
- Canada's closest allies are exploring trusts in AI/data policies – for example, the United Kingdom and Australia.
- We will explore the extent to which PIPEDA could be harnessed to encourage and support the development of data trusts.
- This includes fully exploiting the range of tools available including codes and standards that can further add certainty for business and build trust for individuals.
- We are also experimenting and piloting new data governance mechanisms in programs like the Strategic Innovation Fund, and through investments in novel approaches at agencies like Sustainable Development Technology Canada.

Q24. Do you believe the enforcement powers of the Privacy Commissioner should be strengthened and that the range of fines that are tied to offences under PIPEDA should be increased?

- We believe PIPEDA needs to be amended to provide for reasonable but meaningful enforcement. The discussion paper we are putting out facilitates the next steps to do just that.
- The proposals laid out in this paper are measures that will strengthen enforcement, because there is a growing view that the current model does not adequately incentivize compliance.
- The aim is to align more closely with enforcement regimes of our trading partners, in particular the European Union. Harmonization with provincial privacy laws is also a goal.
- In the end, enforcement is about encouraging strong privacy practices in the marketplace in a way that allows businesses to continue to thrive and expand.

Q25. Do you think the enforcement powers of the Privacy Commissioner should be strengthened as noted in the Commissioner's Facebook findings?

- The Commissioner has stated that his findings on the Facebook investigation point to a need for stronger enforcement powers under the Act.
- The discussion paper highlights considerations that will be central to identifying a more effective compliance regime, and points to potential options such as order-making powers.
- The paper also notes that any change must recognize that the Act applies to all sizes of organizations, and across all industry sectors.

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- With the release of the Charter, the Government has signalled that consumer trust is foundational for a digital and data-driven economy and this cannot be achieved without proper enforcement of our privacy law.

Q26. What about the Privacy Commissioner's recently announced consultation/advice on cross border data flows – how does that fit into this Plan?

- The Government of Canada remains firmly committed to its position in a number of recent trade deals, namely, that we support the free flow of data and recognize its importance in the context of a digital economy that spans the globe.

- Those trade deals also acknowledged a "public policy exception", in which the trade partners recognized that there may be times when data should remain within its borders, it is an exception. It is not the rule.

- PIPEDA was enacted with the intention of protecting both privacy and the free flow of data, including in the cross-border context.

- Our proposals to modernize PIPEDA contemplate some further clarifications within the Act to ensure that this dual objective is met. As suggested in the paper, we are exploring increase transparency and accountability as avenues to address such questions.

- As we develop these changes, we will continue to engage with the Office of the Privacy Commissioner and stakeholders on policy questions related to cross border data flows.

Q27: The Privacy Commissioner has said that he wants to be able to more proactively enforce the law? Are you planning on giving him this power?

- The Privacy Commissioner currently has some proactive powers.
    - He can initiate complaints and audits, where he has grounds; and
    - He can review breach reports.

- That said, we recognize the need to for him to have more broader powers to help address problems, particularly before they impact Canadians.

- Specifically, we are considering options for the role that the Commissioner could play in the context of the development, endorsement or adherence to codes, certifications and standards.

- PIPEDA provides a baseline for privacy protection, and currently contemplates a role for codes of practice. Other jurisdictions (such as the EU, UK, Australia) have recognized the value of codes, standards and certification schemes in improving regulatory agility, and supporting responsible innovation.

- These schemes have the potential to clarify compliance or provide more specific protections for certain sectors or activities, and to increase transparency and certainty for individuals.

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- Furthermore, such approaches could potentially help individuals make choices based on organizations' privacy practices.

- If the Commissioner is satisfied with the organization's adherence to a code, for example, and should he receive a complaint, he could decline to investigate because he has already reviewed the practices and is satisfied with them. This could be a powerful incentive for organizations to adhere to the code.

Q28. Will PIPEDA be expanded to govern political parties, as called for by the Privacy Commissioner?

- As committed to in the Government's Response to the House of Commons report Democracy under Threat, the Government recognizes the importance of protecting personal information that is used in the context of political activities.

- The Government will continue to assess what are the most appropriate regulatory instruments to protect the integrity of the democratic process, and the privacy of Canadian voters.

Q29. The Minister of Democratic Institutions has called for social media companies to be regulated. Will PIPEDA be expanded to regulate these companies?

- PIPEDA already applies to all organizations that conduct commercial activities in the Canadian marketplace, including social media companies.

- For example, all commercial organizations are required to obtain consent from an individual for the collection, use or disclosure of their information.

- The discussion paper explores ways to make consent more meaningful, and to give individuals more control over their information, in particular youth.

- The paper also explores how to provide more transparency around the use of data.

- Aside from PIPEDA, the Government will continue to engage with online platforms and communicate its expectations for greater action and specific measures to increase transparency, authenticity and integrity in order to combat the spread of disinformation in the online environment.

Q30. How will the Google court reference regarding Right to be Forgotten impact PIPEDA reform?

- The Privacy Commissioner has asked the Federal Court to determine whether PIPEDA applies to Google's search engine indexing.

- The Government will closely follow this case, given that results will impact the development of options for reform of the Act.

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Q31. What are the next steps regarding PIPEDA?

- Discussions that result from this paper will inform the development of options for legislative reform.

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Renshaw, Brett (INFC)

From: Tippins, Shawn (INFC)
Sent: May 20, 2019 3:23 PM
To: Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC)
Cc: INFC.O IPI.admo-BSMA.IPI O.INFC
Subject: Weekly call with WT - Tues, May 21, 2:30 - 3:30pm
Attachments: Debrief on Telcon with S. Diamond May 17 2019.docx; KMs - weekly call with WT - May 21, 2019.docx

Hi – Please find attached and in the link some proposed KMs for the weekly call with WT tomorrow. Also attached for reference is the debrief of last Friday's call with Mr. Diamond that was passed to the DM.

KMs - weekly call with WT - May 21, 2019.docx (https://gcdocs.gc.ca/infc/llisapi.dll/link/2842011)

Debrief on Telcon with S. Diamond May 17 2019.docx (https://gcdocs.gc.ca/infc/llisapi.dll/link/2840915)

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Debrief of call with Waterfront Toronto Board Chair Steve Diamond and Federal Board Member Janet Rieksts-Alderman

May 17, 2019 1:30 – 2:00pm

- Waterfront Toronto Chair Steve Diamond reached to all three levels of government to provide an update on latest developments with Sidewalk Labs as they work towards a proposed Master Innovation and Development Plan (MIDP) for the Quayside project.

- Sidewalk is working to deliver a complete three-volume draft MIDP, including business plan, to Waterfront, with the intention of releasing an agreed-upon draft to the public in mid-June.



Page 88
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pursuant to paragraph
21(1)(a) & 21(1)(b)
of the *Access to Information Act*

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conformément aux dispositions de paragraphe
21(1)(a) & 21(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 21(1)(a)
ATIA - 21(1)(b)

WEEKLY CALL WITH WATERFRONT TORONTO
KEY POINTS
Tuesday, May 21, 2019

[redacted]

MIDP Evaluation Framework

- Do you still intend to release the evaluation framework publicly in advance of the MIDP's release? If so, then what will be the timing?

May 23 ADM Briefing

- Will SWL be in a position to present to government partners on any revised proposed financials and economics of the MIDP? What can you preview of Thursday's discussion?

May 22 Event with the T.O. Public Library

- I understand WT will be co-hosting a civic-lab-type event in the evening with the T.O. Public Library, and that a point has been made of inviting advocacy groups like #BlockSidewalk, Tech Reset Canada, and the Digital Justice Lab at Ryerson. Shawn and Nancy will be there. What do you hope the outcome of this event will be?

- What are the next steps in the digital/data/privacy discussion with stakeholders and DSAP?

May 31st IGSC

- As mentioned previously, I will be representing Kelly Gillis at the next IGSC.

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ATIA - 16(2)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: May 17, 2019 10:22 PM
To: Peets, Gerard (INFC)
Subject: Fw: Debrief on Telcon with S. Diamond May 17 2019
Attachments: Debrief on Telcon with S. Diamond May 17 2019.docx

Glenn Campbell
[redacted]
613 941 0722 (w)

From: Campbell, Glenn (INFC)
Sent: Friday, May 17, 2019 7:09 PM
To: Gillis, Kelly (INFC)
Cc: Eyre, Jennifer (INFC); Tippins, Shawn (INFC); Faraday-Smith, Nancy (INFC)
Subject: Debrief on Telcon with S. Diamond May 17 2019

Kelly, as requested, please find attached a two pager read out of call today re Waterfront.
Glenn

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WEEKLY CALL WITH WATERFRONT TORONTO
KEY POINTS
Tuesday, May 21, 2019

[redacted]

MIDP Evaluation Framework

- Do you still intend to release the evaluation framework publicly in advance of the MIDP's release? If so, then what will be the timing?

May 23 ADM Briefing

- Will SWL be in a position to present to government partners on any revised proposed financials and economics of the MIDP? What can you preview of Thursday's discussion?

May 22 Event with the T.O. Public Library

- I understand WT will be co-hosting a civic-lab-type event in the evening with the T.O. Public Library, and that a point has been made of inviting advocacy groups like #BlockSidewalk, Tech Reset Canada, and the Digital Justice Lab at Ryerson. Shawn and Nancy will be there. What do you hope the outcome of this event will be?

- What are the next steps in the digital/data/privacy discussion with stakeholders and DSAP?

May 31st IGSC

- As mentioned previously, I will be representing Kelly Gillis at the next IGSC.

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ATIA - 16(2)

Renshaw, Brett (INFC)

From: Tippins, Shawn (INFC)
Sent: May 17, 2019 6:17 PM
To: Campbell, Glenn (INFC)
Cc: Khan, Irmeen (INFC); Faraday-Smith, Nancy (INFC); INFC.O IPI.admo-BSMA.IPI O.INFC
Subject: RE: Debrief on Telcon with S. Diamond May 17, 2019.docx
Attachments: Debrief on Telcon with S. Diamond May 17, 2019.docx

Importance: High

Glenn, Further to our conversation – please find attached and in the link a re-cut draft of this document.

Debrief on Telcon with S. Diamond May 17, 2019.docx (https://gcdocs.gc.ca/infc/llisapi.dll/link/2835049)

From: Tippins, Shawn (INFC)
Sent: May 17, 2019 4:26 PM
To: Campbell, Glenn (INFC)
Cc: Khan, Irmeen (INFC) ; Faraday-Smith, Nancy (INFC) ; INFC.O IPI.admo-BSMA.IPI O.INFC
Subject: Debrief on Telcon with S. Diamond May 17, 2019.docx
Importance: High

Hi – as requested by the DM, please find attached and in the link a 1-pager debriefing on today's call with Steve Diamond.

Debrief on Telcon with S. Diamond May 17, 2019.docx (https://gcdocs.gc.ca/infc/llisapi.dll/link/2835049)

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Debrief of call with Waterfront Toronto Board Chair Steve Diamond and Federal Board Member Janet Rieksts-Alderman

May 17, 2019 1:30 – 2:00pm

- Waterfront Toronto Chair Steve Diamond reached to all three levels of government to provide an update on latest developments with Sidewalk Labs as they work towards a proposed Master Innovation and Development Plan (MIDP) for the Quayside project.

- Sidewalk is working to deliver a complete three-volume draft MIDP, including business plan, to Waterfront, with the intention of releasing an agreed-upon draft to the public in mid-June.



Page 96
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pursuant to paragraph
21(1)(a) & 21(1)(b)
of the *Access to Information Act*

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conformément aux dispositions de paragraphe
21(1)(a) & 21(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 21(1)(a)
ATIA - 21(1)(b)

WEEKLY CALL WITH WATERFRONT TORONTO
KEY POINTS
Tuesday, May 21, 2019



MIDP Evaluation Framework

- Do you still intend to release the evaluation framework publicly in advance of the MIDP's release? If so, then what will be the timing?

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Edward Chalupka [redacted]@waterfrontoronto.ca>
Sent: May 13, 2019 9:54 AM
To: Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC)
Subject: Deck
Attachments: ADM IP Information.pdf

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Page(s) 99 to 108
are withheld
pursuant to paragraph
20(1)(b), 20(1)(c) & 20(1)(d)
of the *Access to Information Act*

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conformément aux dispositions de paragraphe
20(1)(b), 20(1)(c) & 20(1)(d)
de la *loi sur l'accès à l'information*

Renshaw, Brett (INFC)

From: Edward Chalupka [redacted]@waterfrontoronto.ca>
Sent: May 13, 2019 9:52 AM
To: Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC)
Subject: FW: ADM Update on Procurement
Attachments: ADM Briefing Procurement_V3.pptx

From: Kevin Greene
Sent: Sunday, May 12, 2019 6:29 PM
To: Edward Chalupka
Cc: Erik Cunnington ; Kevin Newson ; Meg Davis
Subject: ADM Update on Procurement

Ed,

Attached, please find the presentation on procurement for the ADM meeting tomorrow. I haven't seen anything yet from Kristina on IP, have you seen a draft?

Thanks,

K

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Page(s) 110 to 119
are withheld
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of the *Access to Information Act*

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La/les page(s) 110 à 119
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conformément aux dispositions de paragraphe
20(1)(b), 20(1)(c) & 20(1)(d)
de la *loi sur l'accès à l'information*

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: April 26, 2019 3:54 PM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); Khan, Irmeen (INFC); INFC.O IPI.admo-BSMA.IPI O.INFC
Subject: WT Team documents
Attachments: Quayside Overview for WG.PPT; MIDP Pillar Summaries interdp'l.docx; Issues Table.docx

Hi Glenn,

Sorry we missed you on departure. Here in e-version is what we had prepared to give you. If helpful, I can bring hard copies to T.O. should you wish to review them on the plane ride home.

Draft products that are in development for providing/coordinating federal input feedback on the Quayside Master Innovation and Development Plan (MIDP):

- Overview Deck that provides background on WT/SWL Quayside Partnership and MIDP process (attached and found at https://gcdocs.gc.ca/infc/llisapi.dll/Overview/2769097)

- Draft Master Analysis Table of MIDP Pillars/Themes (attached and found at https://gcdocs.gc.ca/infc/llisapi.dll/Overview/2623320)

- Federal impact templates by MIDP Pillar (could be inputted to interdepartmentally)
    - Draft examples for **Mobility**, **Sustainability** provided (attached and found at https://gcdocs.gc.ca/infc/llisapi.dll/Overview/2771146)

    - Other templates being developed for:
        - Buildings
        - Affordable Housing
        - Digital Innovation
        - Social Infrastructure
        - Public Realm
        - Economic Development

    - Draft two-pagers on meta issues (under development) will include:
        - Scale
        - Privacy
        - Governance, mandate and jurisdictional issues
        - Intellectual property
        - Financial/Economic feasibility

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ATIA - 21(1)(a)
ATIA - 21(1)(b)

MASTER ANALYSIS TABLE – FEDERAL FEEDBACK – QUAYSIDE MIDP

Pillar/Theme	Implicated Departments	Proposals *(MIDP page no.)*	Federal Policy or Legislative Link (Specific Reference if applicable*)	Issues	Comment	Link to Provincial or Municipal Impacts
Buildings: A built environment that is more usable, efficient and adaptable.	NRCan	**Reducing Construction Costs** ▪ Mass timber factory-based production ▪ Factory with complete library of building parts ▪ Coordinate supply chain with digital delivery system **Helping Neighbourhoods Adapt** ▪ Design and adaptable "Loft space" ▪ Flexible interior wall system to facilitate renovations and conversion of open spaces in retail stalls **Expanding Housing Options** ▪ Design more efficient and flexible units ▪ Maximize shared building spaces and communal areas (incl. co-working spaces, dining areas, recreational areas) ▪ On-demand or shared storage facilities ▪ No parking	National Building Code of Canada Canadian Aviation Regulations	[redacted]		
Affordable Housing: Inclusive, affordable communities for people of all ages, abilities, and means.	CMHC ESDC	**New Occupancy Types** ▪ Shared equity housing ▪ Efficient and co-living units (e.g., combine units with shared building features) **Financing Tools** ▪ Factory construction of buildings to reduce the cost and timeframe of construction ▪ Pass savings to end user supporting housing affordability ▪ Funding from private and public sources, managed in Trust Fund ▪ Public/Private Entity to administer/oversee leasing **Partnerships and Process Enhancement** ▪ Non-profit partner to operate rental housing unit ▪ Centralized application process	National Building Code of Canada			

**For example: mandate letter, existing program or identified frameworks/strategy, Budget announcement, Annual departmental plan*

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ATIA - 21(1)(b)

Pillar/Theme	Implicated Departments	Proposals *(MIDP page no.)*	Federal Policy or Legislative Link (Specific Reference if applicable*)	Issues	Comment	Link to Provincial or Municipal Impacts
Digital Innovation: Incorporate technological advancements that enhance efficiencies and improve overall quality of life [redacted]	ISED OPC Office of CIO CRTC Competition Bureau Standards Council of Canada	**Responsible Data Use Framework & Privacy by Design** ▪ Responsible Data Use Assessments based on a published Responsible Data Use Guidelines. ▪ Intended to extend beyond traditional Privacy Impact Assessment **Urban Data** ▪ Would involve defining this concept ▪ Collected in public spaces, privately owned public spaces, privates spaces not controlled by occupants **Civic Data Trust** ▪ Independent steward/manager of data and digital infrastructure based on a charter to ensure beneficial collection of data and protection of privacy ▪ Ensuring that value from data is returned to people, communities, government, industry and the society from where it is collected **Catalyzing New Digital Services** ▪ Published standards will be publicly available so that third parties can easily build new services ▪ Open architecture of any digital hardware or software based on public standards to prevent lock-in from a single technology provider. ▪ Open access to data in order to facilitate innovation ▪ Open source software code to allow for easy integration of systems **Koala Mounts** ▪ Standardized mounts that act as a "USB" for the Urban Environment, allowing for easy installation and connectivity of devices to power and data **Network Technologies** ▪ Fibre optic ▪ Neighbourhood Wireless WiFi and 5G ▪ SuperPon (wavelength division technology) ▪ Software defined networks **Emerging areas of work:** ▪ Open Data Hub ▪ High Resolution Map ▪ Security & Redundancy ▪ Distributed Credentials	Canadian Charter of Rights and Freedoms Personal Information Protection and Electronic Documents Act (PIPEDA) Privacy Act Competition Act CUSMA CRTC Act Canadian Telecommunications Common Carrier Ownership and Control Regulations	[redacted]		

**For example: mandate letter, existing program or identified frameworks/strategy, Budget announcement, Annual departmental plan*

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ATIA - 21(1)(a)
ATIA - 21(1)(b)

Pillar/Theme	Implicated Departments	Proposals *(MIDP page no.)*	Federal Policy or Legislative Link (Specific Reference if applicable*)	Issues	Comment	Link to Provincial or Municipal Impacts
Economic Development: Provide an environment in which an urban innovation cluster to help create opportunities for job creation, entrepreneurial enterprise, and growth of established industries.	ISED ESDC	**Urban Innovation Hub** ▪ Urban innovation institute ▪ Google HQ (2,500 jobs in 10 years) ▪ Encourages cluster of technology firms anchored by Google HQ ▪ Venture fund ($TK) to grow local urban innovation companies ▪ IDEA District to accelerate innovation **Flexibility in Design** ▪ "Loft" enables radical mixed use reducing cost / risk for companies and developers (17% or 8.3 million sqft) ▪ A digital leasing platform (Seed Space) will make it easy for new occupants to launch a business ▪ Reducing fit-out costs helps these spaces remain affordable to local businesses **Workforce Development and Mandatory Hiring** ▪ Training and employment opportunities for historically disadvantaged and equity-seeking groups ▪ 10% of all construction hours committed to these groups **Intellectual Property** **Tall Timber** ▪ All buildings are tall timber 'catalyzing' new timber industry ▪ 4,000 person years of employment with an annual demand of 65,000 - 70,000 cubic metres of CLT ▪ At scale: 35% reduction in construction time and 20% reduction in overall costs **Other benefits** ▪ Increase in tourism from unique aspects of SWL proposal Improve all-in affordability (reduced transportation costs, housing costs, etc.) ▪ LRT financing ▪ Unique ability to catalyze economic development	Mandate letter for Minister of ISED Potential platform commitments? DPP	[redacted]		

**For example: mandate letter, existing program or identified frameworks/strategy, Budget announcement, Annual departmental plan*

ATIA - 21(1)(a)

ATIA - 21(1)(b)

Pillar/Theme	Implicated Departments	Proposals *(MIDP page no.)*	Federal Policy or Legislative Link (Specific Reference if applicable*)	Issues	Comment	Link to Provincial or Municipal Impacts
Sustainability: A blueprint of pragmatic solutions for climate positive communities, based on sustainable building materials, technologies and practices.	ECCC ISED	**Neighbourhood Electrification** ▪ Rooftop solar PV to supply 9% of annual energy demand and offset load during peak times ▪ Thermal grids capturing heat from geothermal wells and sharing between buildings ▪ Automated building energy management, eliminating energy waste and increasing energy affordability	Canadian Environmental Protection Act Pan-Canadian Framework or Clean Growth and Climate Change	[redacted]		
		Sustainable Materials ▪ Tall timber construction – 1:10 lower GHG than steel or concrete ▪ Digital design to enable prefabricated construction and reconfigurable interior wall panel system leading to less construction waste				
		Low Carbon Mobility ▪ Improved transit access by facilitating Queens Quay LRT through innovative financing and micro-transit services ▪ Mobility app, allowing travelers to make smart travel choices, reducing need to own a car				
		Solid Waste Management ▪ Separating and diverting solid waste with vacuum tubes to centralized facility, rather than landfill ▪ Anaerobic Digestion ▪ Responsive digital signage using AI & computer vision to improve recycling rates				
		Active Water Management ▪ Green infrastructure in lieu of concrete (e.g., tree pits, wetlands, bioswales) ▪ Active management, allowing right-sizing and sole use of green infrastructure in the public realm				
Mobility: A transportation system that reduces the need to own a car by providing safe, convenient and affordable options for every trip.	TC ISED					
Public Realm	PCH					
Social Infrastructure	ESDC PHAC					

**For example: mandate letter, existing program or identified frameworks/strategy, Budget announcement, Annual departmental plan*

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ATIA - 21(1)(a)
ATIA - 21(1)(b)

Pillar/Theme	Implicated Departments	Proposals *(MIDP page no.)*	Federal Policy or Legislative Link (Specific Reference if applicable*)	Issues	Comment	Link to Provincial or Municipal Impacts
Partnership Proposal (Volume III): Business plan and governance structure designed to support implementation of the MIDP proposals.		**Financial & Economics**: Inclusive and based on the Land Valuation Methodology, overall financial business case for: ▪ Vertical Development ▪ Infrastructure ▪ IP Revenues		[redacted]		
		Roles & Responsibilities for: ▪ Waterfront Toronto ▪ Sidewalk Labs ▪ Third parties ▪ Government				
		Policies & Regulations: Revisions required by the MIDP, including: ▪ An IDEA district ▪ Government approvals and commitment(s) ▪ Transactional agreements that protect both the public and private interests				
		Economic Development: ▪ Creating a global hub for innovation ▪ Supporting conditions for startups to launch and for entrepreneurs to scale ▪ Placemaking that attracts knowledge economy and service workers				
		Procurement: Rationale for modifications to procurement policies for: ▪ Vertical and horizontal development ▪ Purposeful solutions ▪ Innovation partner for broader site beyond Quayside				
		Intellectual Property: Outlines the parameters of the: ▪ Purposeful solutions ▪ Process for establishing IP ▪ Ownership/sharing ownership of IP ▪ Sharing of IP revenues ▪ Governance				

**For example: mandate letter, existing program or identified frameworks/strategy, Budget announcement, Annual departmental plan*

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Infrastructure Canada

Quayside Master Innovation and Development Plan (MIDP)

Interdepartmental Feedback Templates for Federal Working Group

Infrastructure Canada, April 2019

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Table of Contents

MIDP Pillars

Mobility (provided)

Sustainability (provided)

Buildings (TBD)

Affordable Housing (TBD)

Digital Innovation (TBD)

Social Infrastructur (TBD)

Public Realm (TBD)

Economic Development (TBD)

Partnership Proposal (TBD)

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Master Innovation and Development Plan – Mobility

MOBILITY PILLAR	
Description	The **Mobility Pillar** describes innovation ideas that work toward a transportation system that is as convenient as today's while also being safer and healthier, more affordable, and less disruptive to public space.
Category	MIDP volume 2
SUMMARY OF MAIN INITIATIVES	
New Mobility & Self Driving Technology	• Encouraging the **shared** use of ride-hailing services through **pricing** • Management of staging areas and **pick-up/drop-off zones** • Improving **connections to public transit** by introducing new modes that reduce the "last-mile" challenge • **Micro-transit** services that complement fixed-route public transit • **Electric car-share** options available on-site • An **Integrated Mobility Package** that can encourage the use of sustainable modes and empower travelers to make smart travel choices, reducing the need to own a car
Expanding Public Transit	• **Expedited delivery of LRT** to Queens Quay East and Villiers before residents move in ○ Funded through **value capture** in the creation of a **transit benefit district** financed by a combination of bonds and/or Sidewalk Toronto • Designing streets that **prioritize transit** and improve pedestrian and cycling **connections to transit**
Mobility Management	• **Dynamic curbs** that shift based on daily demand to optimize space and that evolve over time as new transportation trends emerge • **Dynamic pricing** • **Dynamic signals** (Signal priority) • Dynamic routing of CAVs • A new central entity, called the **Waterfront Transportation Management Association** (WTMA) responsible for managing the mobility system and offering the **integrated mobility package**
Walking & Cycling	• **Expand bike-share**, e-bike, and other low-speed vehicle options • **Adaptive signal priority** to make walking and cycling safer and more comfortable • Improve safety and **year-round comfort** for pedestrians and cyclists with heated pavement • Improve connections to other neighbourhoods • Plan for a **"15-minute" neighbourhood** by offering a dense concentration of commercial, retail, recreational and neighbourhood amenities.
Deliveries & Freight	• A **neighbourhood logistics hub** that consolidates deliveries, waste, and storage • Waste collection and deliveries are removed from the street and move through an **underground network** • **Smart containers** designed to be carried from the logistics hub to the final destination on a variety of vehicles types
People-First Streets	• Four new street typologies to take advantage of autonomous vehicles to eliminate parking, obey speed limits, and defer to pedestrians and cyclists • Streets that are accessible and inclusive • Streets that can adapt daily or over time as trends change • streets that become place

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POLICY AND/OR REGULATORY CONSIDERATIONS – For Interdepartmental Input	
Compliance with Federal Legislation and Regulation	*An indicative list of federal legislation that may be impacted by proposed Mobility Pillar initiatives is provided below. Please identify any other legislative or regulatory frameworks within the purview of your organization that may be relevant to the consideration of these initiatives.* *Please indicate the extent to which proposed initiatives under the Mobility Pillar align with implicated federal legislative/regulatory frameworks. Reference whether the proposal is likely to be highly, moderately, or minimally impacted by the legislative/regulatory framework.* [redacted]
Alignment with Federal Policy or Program Priorities	*Please indicate the extent to which Mobility Pillar Initiatives may be relevant to existing federal policy, plan, or program priorities that fall under the purview of your organization,* *This should Include a description of how the project is aligned to the referenced government objective, and identify links to relevant federal policy document (e.g. Statement of Priorities and Accountabilities, Speech from the Throne, Mandate Letter, Budget, Economic Update, etc.).*

DRAFT

Master Innovation and Development Plan –Sustainability

SUSTAINABILITY PILLAR	
Description	The **Sustainability Pillar** describes proposals that work toward a new standard for urban sustainability and replicable path to climate-positive communities.
Category	MIDP volume 2
SUMMARY OF MAIN INITIATIVES	
Neighbourhood Electrification	• **Thermal grid** capturing heat from geothermal wells and sharing heat between buildings. No connection to existing DES at QS. • **Electrical grid** to support electric heating, cooling, and vehicles, developed in partnership THES. Sized at BAU due to load management by SWL. o Baseline is 8.6MW - with all electrification, the grid would need 60% more capacity. SWT peak reduced to 8.7MW. • **TGS Tier 3 buildings** with heat-pump-based HVAC enabling them to not be connected to natural gas distribution. "Passive House-inspired" • **Rooftop solar PV** to supply 9% of annual energy demand and offset load during peak times during the afternoon. 80% of roof space - ~904kW • **Different electricity rates**, unique to this neighbourhood, allow residents to customize bill based on GHG content, cost certainty, and shares in DERs • **Energy management schedulers** that allow residents & building operators to automate demand on electricity, reducing cost **(Purposeful Solutions)** **This suite of technology and infrastructure should allow Sidewalk Toronto to avoid installing natural gas distribution in all new construction. Through partnership with Toronto Hydro (underway), Sidewalk Toronto can also avoid very costly infrastructure associated with going all-electric.**
Sustainable Materials	• **Tall timber CLT construction** up to 30 storeys, with 1:10 lower GHG than steel or concrete • **Digital design** to enable prefabricated construction, reconfigurable interior wall panel systems = less construction waste. • **Cradle to Cradle® materials** including fibrous drywall, floor materials and tall timber, taking full lifecycle approach
Solid Waste Management	• **Responsive digital signage** to improve recycling rates with AI & computer vision • **Pay-as-you-Throw smart waste chutes** that tracks volume of waste via an app • **Vacuum waste collection** that brings separated streams to a central facility • **Anaerobic digestion** at larger scale, but relying on City of Toronto for Quayside
Low Carbon Mobility	• **Electric "last-mile" freight delivery** enabled by an on-site freight consolidation centre • **Improved transit access** with an expedited delivery of Queens Quay LRT through innovating financing and the introduction of micro-transit services • **An Integrated Mobility app** that can empower travelers to make smart travel choices, reducing the need to own a car
Deliveries & Freight	• A **neighbourhood logistics hub** that consolidates deliveries, waste, and storage • Waste collection and deliveries are removed from the street and move through an **underground network** • **Smart containers** designed to be carried from the logistics hub to the final destination on a variety of vehicles types

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Compliance with Federal Legislation and Regulation	*An indicative list of federal legislation that may be impacted by proposed Mobility Pillar initiatives is provided below. Please identify any other legislative or regulatory frameworks within the purview of your organization that may be relevant to the consideration of these initiatives.* *Please indicate the extent to which proposed initiatives under the Mobility Pillar align with implicated federal legislative/regulatory frameworks. Reference whether the proposal is likely to be highly, moderately, or minimally impacted by the legislative/regulatory framework.* [redacted]
Alignment with Federal Policy or Program Priorities	*Please indicate the extent to which Mobility Pillar Initiatives may be relevant to existing federal policy, plan, or program priorities that fall under the purview of your organization,* *This should Include a description of how the project is aligned to the referenced government objective, and identify links to relevant federal policy document (e.g. Statement of Priorities and Accountabilities, Speech from the Throne, Mandate Letter, Budget, Economic Update, etc.).*

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Toronto Waterfront Revitalization Initiative – Quayside Project

May 2019

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Overview

Waterfront Toronto & Quayside Objectives

Master Innovation and Development Plan (MIDP)

- Pillars
- Process to date
- Federal touchpoints
- Timelines and next steps

Interdepartmental Working Group

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What is Waterfront Toronto?

- **Arms-length not-for-profit agency** established in 2001 by Canada, Ontario and City of Toronto (formally exists under provincial statute)
- 25-year mandate to lead and implement Toronto Waterfront Revitalization Initiative (TWRI) to enhance economic, social and cultural value of land in designated waterfront area
- Tri-government body led by an independent Board
- **Intergovernmental Steering Committee** (IGSC) a focal point for management and coordination on matters related to TWRI – current IGSC Chair held by INFC DM Gillis
- Major Waterfront projects currently include Port Lands Flood Projection and, in partnership with Sidewalk Labs, the proposed **Quayside development**

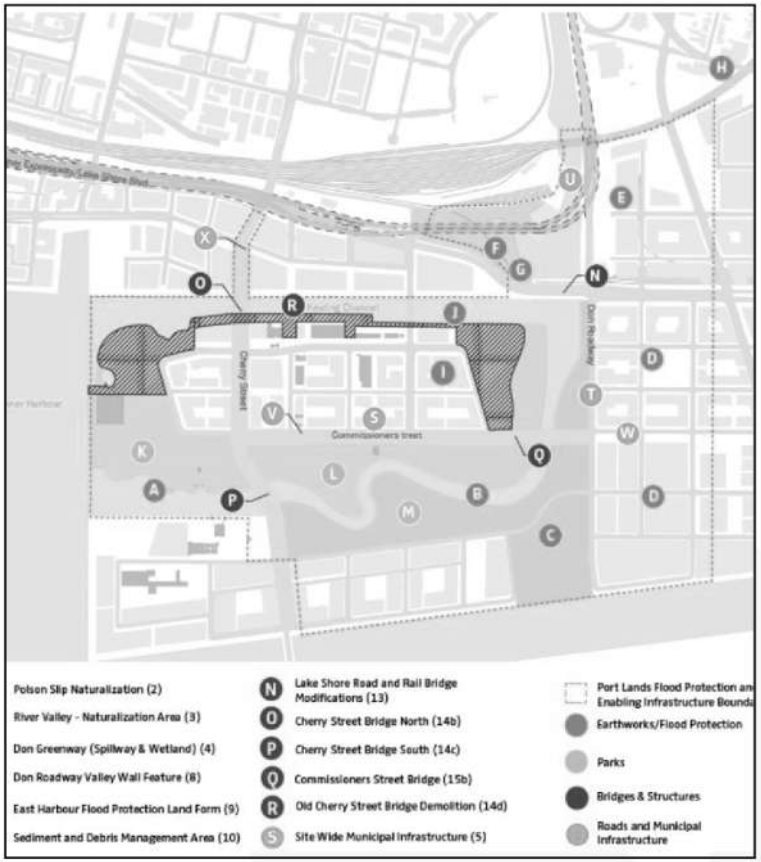
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Where is the Quayside site?

A 4.9-hectare (12-acre) development site situated along Toronto's eastern waterfront, within walking distance of the central business district







Port Lands Flood Protection Project area is next to Quayside site

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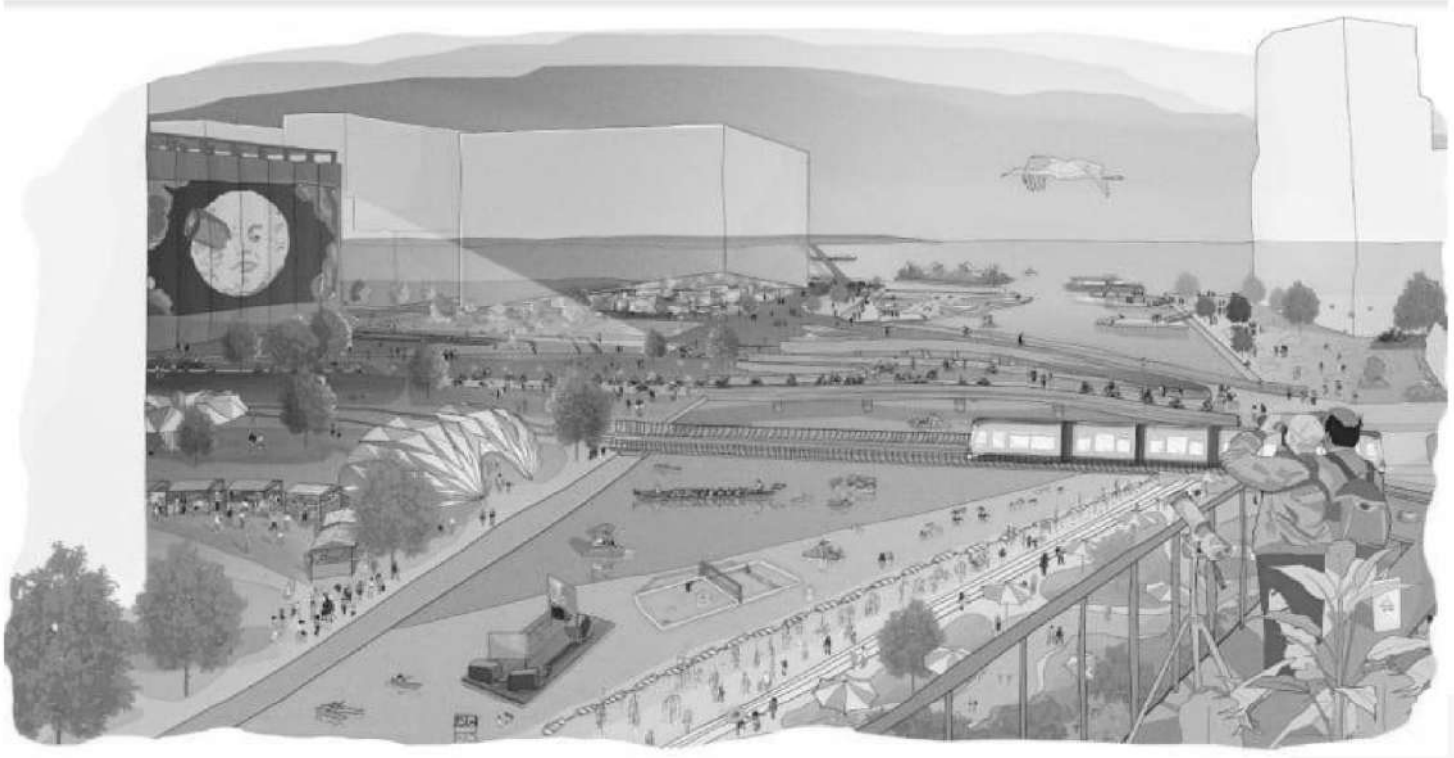
Waterfront's Objective for Quayside

- **In 2016:** Waterfront recognized an opportunity to advance ambitious sustainability and innovation mandates in Quayside
- Wanted to bring on a partner with a fresh vision on addressing pressing urban challenges – climate change, affordability, creating jobs and prosperity – while also having the financial capacity to fund the planning process
- **March 2017:** Waterfront launched RFP seeking an Innovation and Funding Partner to help create a plan for a neighbourhood of the future; selection of Sidewalk Labs announced in October, 2017
- **July 2018:** Waterfront signed a Plan Development Agreement (PDA) with Sidewalk that sets-out basic terms and principles for developing a Plan for Quayside

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Sidewalk's Vision for Quayside

- A people-centred community combining innovative urban design and new digital tech that addresses some big challenges facing cities, e.g. energy use, housing affordability, and transportation



- Will also explore "at scale" development proposals that could be rolled-out on Toronto's eastern waterfront

Sustainability

Complete Communities

Prosperity

Partnership & Investment

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Quayside MIDP

- Sidewalk has been engaged by Waterfront to bring forward proposal for Quayside in the form of a **Master Innovation and Development Plan (MIDP)** founded on several "pillars" – not just a data play

MIDP Pillars	
SUSTAINABILITY Climate positive community	**COMMUNITY & CITY SERVICES** Close-knit, health community with seamless access to vital daily services
PUBLIC REALM Designed for the entire region, vibrant year-round	**HOUSING AFFORDABILITY** Inclusive, affordable communities for people of all ages, abilities and means
MOBILITY Competitive, safer alternatives to the private automobile	**DIGITAL PLATFORM** Open digital infrastructure that inspires innovation
BUILDINGS A built environment that is more usable, efficient and affordable	**PRIVACY & DATA GOVERNANCE** A new standard for transparent, accountable and responsible data use

"…Sidewalk Toronto will transform Quayside into a thriving hub for innovation and a community for tens of thousands of people to live, work, and play. This project offers unprecedented opportunities for Canadian innovators and will create thousands of good, middle class jobs. The new technologies that emerge from Quayside have the potential to improve city living – making housing more affordable and public transit more convenient for Canadians and their families."

Prime Minister Justin Trudeau, October 17, 2017

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MIDP Process to Date
Expert & Public Engagement

Digital Strategy Advisory Panel (DSAP)

- Arms-length body created in April 2018 to provide Waterfront with objective, expert advice on responsible data and technology use for Quayside, including data governance aspects of MIDP
- Integrating efforts with other experts and groups (MaRS, Toronto Board of Trade)

Waterfront Civic Labs

- Bringing experts from tech, government, academia and private and non-profit sectors to provide feedback on considerations applicable to Quayside project

Sidewalk Public Roundtables

- Four roundtables to date covering MIDP workplan, public realm, streets, buildings, site plan, sustainability, affordable housing, social infrastructure and digital governance

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MIDP - Federal Touchpoints

- Consideration of Quayside proposal expected to involve multiple touchpoints across federal government. For example:



Innovative technology uses
ISED, INFC, OPC, TBS,

Data governance / IP
ISED, StatsCan, OPC, TBS, INFC

Funding transit & other infra
TC, INFC

Autonomous vehicles
ISED, TC, INFC

Affordable housing
CMHC, ESDC, NRCan

Sustainability
NRC, NRCan, ECCC, ISED, INFC

Community services
PHAC

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MIDP Timelines & Next Steps

- Complete draft MIDP expected to be submitted to Waterfront Toronto and released to public in early June 2019 –
  - 3-volume document comprising:
    - development plans at different scales
    - innovative technology solutions
    - business terms and financial approach to implementation
- Public consultation period over June, July, August, including governments
- 'Final' draft for Waterfront Board consideration targeted for fall 2019
- Waterfront Board must endorse the plan before it can be adopted and implemented
- As it is a plan, should it advance, individual components brought forward for implementation will be subject to multiple City approvals and provincial/federal regulations as appropriate

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Purpose of MIDP Interdepartmental Working Group

- Help INFC position Government's stance *vis-à-vis* draft MIDP once it is in public domain
  - Policy alignment with federal priorities
  - Potential legislative, regulatory, other impacts
  - Communications considerations
  - Stakeholder relations during public consultation period

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ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: April 25, 2019 2:50 PM
To: Zewede, Heywet (INFC)
Cc: INFC.O IPI.admo-BSMA.IPI O.INFC; Campbell, Glenn (INFC)
Subject: Suggested topics for bilat tomorrow
Attachments: BN - WT Board and Ministerial Appointments - Apr 5 2019.docx

Hi Heywet,

Below are suggested agenda items for my bilat with Glenn tomorrow. I've printed off the draft BN and will bring you the copy.

1. **Federal WT Board Appointments**
    - The attached MIN BN has been updated (also found here: BN - WT Board and Ministerial Appointments - Apr 5 2019.docx (https://gcdocs.gc.ca/infc/llisapi.dll/link/1487578)
    - Written in consultation with PCU
    - Would appreciate discussion/guidance before finalizing recommended option
    - PCU would like to update the DM on this issue at the earliest opportunity (they meet ~bi-weekly on INFC appointments generally). The BN should help with that process

2. **Update on our WT / MIDP workplan**
    - Irmeen and Shawn working on various products which I can speak to

[redacted]

Also, if I'm able to share any intel regarding Monday's ADM briefing at WT, I'll work that in (I've asked WT for a call between now and tomorrow mid-morning).

Nancy

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Infrastructure Canada

CONFIDENTIAL
draft for discussion only

BRIEFING NOTE TO THE DEPUTY MINISTER

WATERFRONT TORONTO MINISTERIAL APPOINTMENTS

(For Signature)

PURPOSE

- To propose a way forward for three upcoming vacancies for the federally-appointed board members of the Waterfront Toronto corporation.

HIGHLIGHTS/KEY CONSIDERATIONS

- There are three upcoming vacancies for the federally-appointed board members at Waterfront Toronto. Two terms are expiring on November 31, 2019 and one term is expiring the following month, on December 31, 2019.

- Ministerial appointments are made under the authority of the Minister of Infrastructure and Communities and do not require the approval of the Governor in Council. The appointment of a board member is done by way of a Ministerial letter.

- Over the next five years, Waterfront Toronto will manage a portfolio of projects that represent a significant phase in the revitalization of Toronto's waterfront, including the $1.25 billion Port Lands Flood Protection Project that is expected to unlock the development potential of 290 hectares of prime land once completed in 2023/24.

- Waterfront Toronto is also overseeing the possible creation of a "smart community" in the Quayside district, currently being explored in partnership with Sidewalk Labs. A Master Innovation and Development Plan (MIDP) for Quayside is being drafted by Sidewalk – in consultation with Waterfront Toronto, the general public, external experts, and the three orders of government.

- The partnership with Sidewalk and various aspects of the MIDP are raising complex public policy and infrastructure financing considerations that all parties will have to carefully navigate and assess. Waterfront Toronto has established an approach to evaluating the MIDP and, with the guidance of its Board of Directors and external experts, will continue to refine the objectives and criteria against which the proposal will be considered.

- Each of the federally-appointed board members play important roles on the various governance committees for Waterfront Toronto. These committees have significant responsibility in guiding strategy and authorizing investments for the Port Lands project and Quayside development (if approved), among other initiatives.

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- A draft of the MIDP is expected to be provided to governments and the public in late spring for review. This will be followed by further public consultation over the summer before Waterfront management moves a final draft forward to the Board for endorsement, possibly in the fall. Given the complexity of the MIDP and the multiple players involved, adherence to these timelines could prove challenging.

KEY BACKGROUND

- Waterfront Toronto is a corporation funded by three levels of government mandated with leading and implementing the Toronto Waterfront Revitalization Initiative. The *Toronto Waterfront Revitalization Corporation Act* (TWRC Act) sets out the authorities and accountability of the corporation. By-Law No. 1 is the general by-law of the Corporation which governs Board activities.

- Waterfront Toronto's Board of Directors is composed of 12 Board members (four each appointed by the Government of Canada, the Province of Ontario and the City of Toronto) and a Chair, jointly appointed by the three orders of government.

- In 2016-2017, an internal INFC selection process was launched to fill the federal vacancies on the board, resulting in the current composition as follows:

Incumbent	Position	Nomination Date	Vacancy/Expiry Date
Janet Rieksts-Alderman	Director • Chair, Finance, audit and risk management committee • Member, Chairs committee	December 1, 2016	November 31, 2019
Sevaun Palvetzian	Director • Chair, Stakeholder relations committee • Member, Chairs committee	December 1, 2016	November 31, 2019
Mayzar Mortazavi	Director • Co-Chair, Investment, real estate & Quayside committee • Member, Chairs committee	January 1, 2017	December 31, 2019
Jeanhy Shim	Director • Member, Finance, audit & risk management committee • Member, stakeholder relations committee	June 7, 2017	June 6, 2020

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- When a position becomes vacant, or if an incumbent's term is set to expire, in making a decision to fill a position the Minister may consider whether to reappoint based on past performance, launch a process for new candidates, select a candidate from an existing roster of qualified candidates, or leave the position vacant. If an incumbent is not reappointed, the Minister may send an end-of-term letter.

- Per the TWRC Act, the appointment of a board member may not exceed three years. The Act allows for reappointment of existing board members, including for a term of less than three years if that is the preferred scenario. Board members who are not reappointed cannot continue in office upon the expiry of their term. There are no specific limits in Act or By-laws on the total number of terms that a board member can serve.

- Should any of the three expiring federal Board positions go unfilled at the end of 2019 this would create a temporary imbalance with respect to representation of each order of government.

[redacted]

- In view of the above background and considerations, the following options to fill the upcoming vacancies were developed in collaboration with the Portfolio Coordination Unit (Corporate Secretariat) and in consultation with Legal Services.

[redacted]

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[redacted]

RECOMMENDATION(S)/NEXT STEP(S)

- (forthcoming)

Glenn Campbell
Assistant Deputy Minister
Investment, Partnerships and Innovation

WebCIMS #:

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Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: April 24, 2019 6:16 PM
To: Campbell, Glenn (INFC)
Cc: INFC.O IPI.admo-BSMA.IPI O.INFC; Tippins, Shawn (INFC)
Subject: FW: Digital and Data charter
Attachments: BN ISED Digital and Data Strategy - SCC v.2 (IPI input) - CLEAN.DOC

Glenn,

As previewed in the context of my earlier email (related to the PRB Management meeting discussion items), PRB has shared a draft BN to the Deputy Minister regarding ISED's draft Digital and Data Charter and invited our input. For your review, the attached reflects what I suggest sending back to my PRB counterpart – in yellow highlight. I'll bring a hard copy to ADMO as well.

Assuming you're comfortable with this overall approach, I might also suggest that you formally sign off on the PRB routing slip once our input is finalize. Welcome your views on preference.

Nancy

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Infrastructure Canada

SECURITY DESIGNATION

BRIEFING NOTE TO THE DEPUTY MINISTER

Digital and Data Charter Draft Principles from Innovation, Science, and Economic Development (ISED)

(For Information)

PURPOSE

- To provide initial views on a draft Digital and Data Charter for Canadians that ISED is currently developing.

HIGHLIGHTS/KEY CONSIDERATIONS

- Following on the completion of their Digital and Data consultations, ISED is developing a Digital and Data Charter for Canadians. The document proposes seven principles which are well aligned to the activities of INFC through the Smart Cities Challenge (Annex A), and is relevant to the Quayside proposal being developed by Sidewalk Labs as part of its partnership with Waterfront Toronto.

- [redacted] ISED is hoping to release the Digital and Data Charter as early as May, possibly aligning with the G7 Digital Ministerial Meeting scheduled for May 15th.

- The Charter document relies heavily on Budget 2019 announcements. Some criticism may arise that it is not a Charter with adequate vision for a changing digital world, but only an opportunity to reinforce previously announced funding by the Government. Other stakeholders will welcome some federal action in this area given that ISED concluded its National Digital and Data Consultations several months ago.

- The Smart Cities Challenge (SCC) has been actively working with finalist communities in the area of data management. The program is well aligned to the proposed Charter principles, particularly to principles 1, 3, 5, and 7 (Annex B).

- A public consultation draft of Sidewalk Labs' Quayside Master Innovation and Development Plan (MIDP) is expected to be released in early June. It will include numerous proposals related to data use and collection, as well as a structure to support data governance at Quayside. [redacted]

WebCIMS #:

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KEY BACKGROUND

Smart Cities Challenge

- In guidance to finalists, the SCC program encouraged finalists to make efforts to adhere to the following data governance principles. These considerations are also being taken into account in the assessments to identify the winners of the first challenge.
    - *Governance:* strong governance frameworks and meaningful resident engagement throughout the lifecycle of projects
    - *Ownership and control*: avoidance of private-sector ownership and control of publicly-sourced data and community-owned and controlled data approaches
    - *Consent:* respect for meaningful consent in data collection, use, and disclosure
    - *Data minimization and de-identification*: pursuit of less privacy-invasive alternatives wherever possible and de-identification of all personal information at the earliest opportunity and mitigation of potential for re-identification
    - *Accessibility:* accessible, interoperable, and open data approaches to drive community-based solutions
    - *Security:* secure storage and transmission of data and assurance of effective cybersecurity

Waterfront Toronto Quayside Project

- Data governance and privacy concerns tied to development of the Quayside MIDP have garnered significant media attention. The main concerns include: surveillance; data collection; data sharing and selling; data storage, including where and for how long; and privacy – including anonymized data and the risks of re-identification.

- Waterfront Toronto has pulled together experts under a Digital Strategy Advisory Panel to develop, with public input, key principles to guide Waterfront's own assessment of the MIDP. For their part, the Province of Ontario and the City of Toronto are undertaking public digital/data consultations to help frame their respective thinking around Quayside and smart cities more broadly.

- If public, the Charter could add visibility to how the federal government is addressing both concerns and opportunities presented by a data-driven and digital economy, something that is pointedly represented by the proposed Quayside project.

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RECOMMENDATION(S)/NEXT STEP(S)

- Departmental officials are working with ISED to highlight the various links with the Smart Cities Challenge and INFC investments in community innovation. Officials are also engaging ISED as part of the interdepartmental effort to review the draft MIDP once released, which will consider evolving policy work on data governance.

Kelly Gillis Deputy Minister Infrastructure and Communities	Date

Attachment(s): (if applicable)

Annex A – Digital and Data Charter for Canadians
Annex B – Smart Cities Challenge alignments to the Digital and Data Charter for Canadians

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Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: April 17, 2019 5:10 PM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); INFC.O IPI.admo-BSMA.IPI O.INFC; Khan, Irmeen (INFC)
Subject: Report on Executive briefing MIDP Public Engagement IDEA District
Attachments: Report on Executive breifing MIDP Public Engagement IDEA District.docx

Hi Glenn,

Attached is our updated summary of yesterday's ADM briefing.

I hope this adequately captures the essence of the meeting.

ADMO: will print copy.

Nancy

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Briefing on MIDP Public Consultation Process and SWL IDEA District Proposal

April 16, 2019 9:00 AM – 2:00 PM

- WT first provided INFC, City and Ontario Ministry of Infrastructure (MOI) with an overview of proposed plans for undertaking the Public Consultation phase of the MIDP process. Sidewalk Labs (SWL) representatives then joined for a portion of the latter half of the meeting to present on its proposed Innovative Design and Economic Acceleration (IDEA) district and related partnership proposal for inclusion in the MIDP.

[redacted]

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Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: April 17, 2019 10:59 AM
To: Campbell, Glenn (INFC)
Cc: INFC.O IPI.admo-BSMA.IPI O.INFC; Tippins, Shawn (INFC); Khan, Irmeen (INFC)
Subject: Report on Executive briefing MIDP Public Engagement IDEA District
Attachments: Report on Executive breifing MIDP Public Engagement IDEA District.docx

Glenn,

Attached and included in the link below is a summary of yesterday's briefing.

https://gcdocs.gc.ca/infc/llisapi.dll/link/1970546

I'll bring a hard copy to ADMO.

Nancy

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Briefing on MIDP Public Consultation Process and SWL IDEA District Proposal

April 16, 2019 9:00 AM – 2:00 PM

[redacted]

Page(s) 156 to 157
are withheld
pursuant to paragraph
21(1)(a) & 21(1)(b)
of the *Access to Information Act*

****

La/les page(s) 156 à 157
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
21(1)(a) & 21(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Edward Chalupka[redacted]@waterfrontoronto.ca>
Sent: April 16, 2019 3:30 PM
To: David Stonehouse; Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC); adam.redish@ontario.ca; Wendy Ren (wendy.ren@ontario.ca)
Cc: Meg Davis; Cameron MacKay
Subject: FW: CCLA Press Conference Today
Attachments: April 16 - Waterfront Toronto Statement on CCLA.pdf

Good afternoon,

Attached and posted below, please find a draft of our response to the CCLA announcement. We are awaiting on final sign-off, but don't anticipate any major changes, and will send you an updated final version if anything is significantly different.

We have received media requests from The Toronto Star, Canadian Press, Metro Morning, and the Logic, all of whom will be provided this statement.

You r respective comms have also been looped in.

Ed

WATERFRONT TORONTO STATEMENT ON CCLA APPLICATION

April 16, 2019

TORONTO,ON - Waterfront Toronto was created two decades ago with a mandate to improve the quality of life for the people of Toronto and Ontario. Delivering solutions to improve mobility, housing affordability, environmental sustainability, and creating more welcoming spaces by the water's edge is fundamental to fulfilling the corporation's mandate.

Waterfront Toronto shares the Applicant's interest in ensuring robust protection for privacy at Quayside. At this point Waterfront Toronto has not received a plan from Sidewalk Labs, its Innovation and Funding Partner for Quayside. Therefore, none of the claims in the in the CCLA Application can be assessed yet because we have not yet received or considered Sidewalk Labs' Master Innovation and Development Plan.

Waterfront Toronto believes in having vigorous public discussion about privacy and data governance, and will be responding to the Application to ensure that that citizens can debate and have a voice in these important issues in an open and democratic manner.

"To develop state-of-the-art privacy and data governance at Quayside, Waterfront Toronto has engaged with a broad spectrum of stakeholders, experts and the general public; last month we invited CCLA to join in these discussions and have not yet received a response to our invitation" said Meg Davis, Chief Development Officer. "We hope that the CCLA will come to the table and work constructively with us, rather than diverting resources to a court case" added Davis.

Media contact:
Andrew Tumilty
Media Relations, Waterfront Toronto
437-222-0210
atumilty@waterfrontoronto.ca

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ATIA - 19(1)

From: Hobbs, Joshua (INFC) <joshua.hobbs@canada.ca>
Sent: Tuesday, April 16, 2019 1:28 PM
To: Andrew Tumilty <ATumilty@waterfrontoronto.ca>; Sousa-Dias, Sofia (MOI) <sofia.sousa-dias@ontario.ca>; MacGillivray, Lauren (MOI) <lauren.macgillivray@ontario.ca>; Don Peat [redacted]@toronto.ca>; Deborah Blackstone [redacted]@toronto.ca>
Cc: Edward Chalupka [redacted]@waterfrontoronto.ca>; Khodr, Lama (INFC) <lama.khodr@canada.ca>
Subject: RE: CCLA Press Conference Today

Thanks Andrew, do you have any lines prepared? Does WT intend on responding? Anything you can share would be great. Thanks!

From: Andrew Tumilty [mailto:ATumilty@waterfrontoronto.ca]
Sent: April 16, 2019 11:46 AM
To: Sousa-Dias, Sofia (MOI) <sofia.sousa-dias@ontario.ca>; MacGillivray, Lauren (MOI) <lauren.macgillivray@ontario.ca>; Don Peat [redacted]@toronto.ca>; Deborah Blackstone [redacted]@toronto.ca>; Hobbs, Joshua (INFC) <joshua.hobbs@canada.ca>
Cc: Edward Chalupka [redacted]@waterfrontoronto.ca>
Subject: CCLA Press Conference Today

Good morning,

We have just become aware that the Canadian Civil Liberties Association is having a press conference at 2:45pm today, in the Queen's Park press theatre.

This is regarding their lawsuit against Waterfront Toronto and all 3 levels of government.

You can read their media advisory for this event here and I have posted the text of their advisory below as well.

We will have further updates for you as we get more information.

Thanks,
Andrew

andrew tumilty | media relations and issues advisor | **Waterfront Toronto** |
1310-20 bay street | toronto ON M5J 2N8 | [redacted] mobile: [redacted]
atumilty@waterfrontoronto.ca | www.waterfrontoronto.ca



WATERFRONToronto

Today, the Canadian Civil Liberties Association along with co-applicant Lester Brown, commenced proceedings against Waterfront Toronto, and all three levels of government. We are seeking a reset of the Sidewalk Toronto project.
We will be holding a press conference at the **Queen's Park media studio**, **TODAY** at **2:45 PM**.

"The Google-Waterfront Toronto deal is invalid and needs to be reset. These agreements are contrary to administrative and constitutional law, and set a terrible precedent for the rest of this country. Unlawful surveillance is wrong whether done by data profiteers or the state. We all deserve better from our federal, provincial and municipal governments," says Michael Bryant, Executive Director and General Counsel, Canadian Civil Liberties Association.

To arrange interviews or obtain information for release subsequent to our media conference on April 16 at 2:45 PM, please contact our media team at:
Canadian Civil Liberties Association

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media@ccla.org

416-646-1404
Media kit
Notice of Application, CCLA and Lester Brown

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WATERFRONT TORONTO STATEMENT ON CCLA APPLICATION

April 16, 2019

TORONTO,ON - Waterfront Toronto was created two decades ago with a mandate to improve the quality of life for the people of Toronto and Ontario. Delivering solutions to improve mobility, housing affordability, environmental sustainability, and creating more welcoming spaces by the water's edge is fundamental to fulfilling the corporation's mandate.

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Media contact:

Andrew Tumilty

Media Relations, Waterfront Toronto

437-222-0210

atumilty@waterfrontoronto.ca

ATIA - 21(1)(b)

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: April 16, 2019 1:03 PM
To: Eyre, Jennifer (INFC)
Cc: INFC.O IPI.admo-BSMA.IPI O.INFC; Campbell, Glenn (INFC); Marchildon, Caroline (INFC)
Subject: FW: CCLA PRESS CONFERENCE TODAY
Attachments: 50436 Bryant incoming (1).pdf

Hi Jennifer,

For DMO awareness, please note that the Canadian Civil Liberties Association (CCLA) is intending to launch proceedings against Waterfront Toronto and the three orders of government, seeking to cease WT's partnership with Sidewalk Labs (see further below). DMO may recall that CCLA had written a letter to WT and government partners previewing this possibility – attached. [redacted]

Nancy

From: Edward Chalupka [redacted]@waterfrontoronto.ca]
Sent: April 16, 2019 12:01 PM
To: Campbell, Glenn (INFC) ; Faraday-Smith, Nancy (INFC) ; Tippins, Shawn (INFC) ; Adam Redish ; Wendy Ren ; David Stonehouse
Cc: Andrew Tumilty ; Cameron MacKay
Subject: Fwd: CCLA PRESS CONFERENCE TODAY

Fyi. See below. Your comms folks are also being looped in

Get Outlook for Android

From: Andrew Tumilty
Sent: Tuesday, April 16, 11:39 AM
Subject: CCLA PRESS CONFERENCE TODAY
To: Meg Davis, Cameron MacKay, Ian Beverley, Kristina Verner, Edward Chalupka

See the tweet below,

The CCLA has a press conference today at 2:45 at Queen's Park regarding their lawsuit against Waterfront Toronto and all three levels of government.

https://twitter.com/cancivlib/status/1118166439435784192

Text of their media advisory below:

Today, the Canadian Civil Liberties Association along with co-applicant Lester Brown, commenced proceedings against Waterfront Toronto, and all three levels of government. We are seeking a reset of the Sidewalk Toronto project. We will be holding a press conference at the **Queen's Park media studio**, **TODAY** at **2:45 PM**.

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ATIA - 19(1)

provincial and municipal governments," says Michael Bryant, Executive Director and General Counsel, Canadian Civil Liberties Association.

To arrange interviews or obtain information for release subsequent to our media conference on April 16 at 2:45 PM, please contact our media team at:

Canadian Civil Liberties Association
media@ccla.org
416-646-1404
Media kit
Notice of Application, CCLA and Lester Brown

andrew tumilty | media relations and issues advisor | **Waterfront Toronto** |
1310-20 bay street | toronto ON M5J 2N8 | +1 (437) 222-0210 | mobile: [redacted]
atumilty@waterfrontoronto.ca | www.waterfrontoronto.ca



WATERFRONToronto

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INFC – Executive Correspondence
Correspondance de la haute direction – INFC

Date Sent / Date d'envoi : March 6

Received / Reçu : March 6

Branch / Direction générale: IPI

Action: ~~unsent draft reply~~

Keyword / Mot clé : Cultural

Due Date / Échéance : March 25

Signature of / de : Min. Champagne

Comments / Commentaires:

Initials / Initiales : _____ **WebCIMS#: 2019IC** 50436

ATIA - 21(1)(a) ATIA - 21(1)(b) ATIA - 16(2)

50436

Durocher, Hélène (INFC)

From: Douglas, Caroline (INFC)
Sent: March 6, 2019 3:32 PM
To: Davis, Melanie (INFC); Durocher, Hélène (INFC)
Subject: FW: CCLA Letter

Hello, can we discuss, thanks.

From: Simpson, Brook (INFC)
Sent: March 6, 2019 2:08 PM
To: Douglas, Caroline (INFC) <caroline.douglas@canada.ca>; INFC.F DM Office / Bureau du SM F.INFC <infc.dmoffice-bureaudusm.infc@canada.ca>
Subject: CCLA Letter

Hi,

[redacted]

http://ccla.org/cclanewsite/wp-content/uploads/2019/03/CCLA-WT-RESET-LTR-TO-PMPM-3-5-19.pdf

Thanks,
Brook

Brook Simpson
Director of Issues Management and Parliamentary Affairs
Directeur de la gestion des enjeux et des affaires parlementaires
Minister of Infrastructure and Communities
Ministre de l'Infrastructure et des Collectivités
Government of Canada – Gouvernement du Canada
brook.simpson@canada.ca
tel: [redacted]

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CANADIAN CIVIL LIBERTIES ASSOCIATION

ASSOCIATION CANADIENNE DES LIBERTES CIVILES

OPEN LETTER

March 5, 2019

The Rt. Hon. Justin Trudeau
Prime Minister of Canada
House of Commons
Ottawa, Ontario K1A 0A6

The Hon. Doug Ford
Premier of Ontario
Legislative Building,
Toronto, ON M7A 1A1

His Worship John Tory
Mayor of Toronto
100 Queen St W,
Toronto, ON M5H 2N2

RE: Waterfront Toronto Reset

Dear Prime Minister, Premier and Mayor,

We are writing to you about the Smart City initiative for the Toronto Eastern Waterfront, the Quayside Sidewalk Toronto project. The Canadian Civil Liberties Association ("**CCLA**") believes that your decisions and activities, through Waterfront Toronto[1] and otherwise, are unconstitutional and contrary to statute, common law and administrative law. We respectfully submit that it's time for a reset of this project. Hit CTRL-ALT-DELETE on Sidewalk Toronto: *before* bidding and procurement, you must first legislate protections for the people from the risks of surveillance capitalism on our streets.

CCLA is an independent, non-partisan, national organization that's been promoting and defending Canadians' rights and freedoms since 1964. Small but mighty, we have sought to insert ourselves into every major civil liberties issue facing Canada for the past half century. CCLA, on this issue, through this letter, stands on the shoulders of countless citizens, activists, experts, and journalists in Canada and abroad, on the streets, through public forums, committee meetings, online and on campus.

[1] Formally the "Toronto Waterfront Revitalization Corporation", operating as "Waterfront Toronto" and self-described as follows: "Waterfront Toronto is the public advocate and steward of waterfront revitalization. *Created by the Governments of Canada and Ontario and the City of Toronto*, Waterfront Toronto is mandated to deliver a revitalized waterfront" [emphasis added]. https://www.waterfrontoronto.ca/nbe/portal/waterfront/Home/waterfronthome/about-us

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CCLA submits that Sidewalk Toronto and the Quayside project should be reset, with your 'creation,'[2] Waterfront Toronto, issuing no new Quayside RFP until all three levels of government, after adequate public consultation, have established digital data governance policies for the appropriate collection, ownership, use and residency of personal information and other data obtained from public places in any embedded sensor laden, data harvesting Smart City contemplated for Quayside. This was the path trodden by Smart City Barcelona, which changed course in 2011, rendering what is now the global leader on Smart Cities.

Not for the first time, private enterprise got ahead of you and strove to exploit an unregulated frontier. Meanwhile, the legal vehicle you created to be the "public advocate and steward,"[3] Waterfront Toronto, put the cart before the horse. Powers were given away to a private enterprise that cannot legally be given away. Waterfront Toronto also exceeded its own powers under its governing statute. Waterfront Toronto was supposed to be a real estate revitalization company, not an unelected, unaccountable Data & Privacy Czar, lacking any such authority from Parliament, Queen's Park or City Hall.

The constitutional problem boils down to outsourcing the public interest to a private company without any democratic or legal authority. That in turn risks civil liberties within a free and democratic society. Only elected legislators have the constitutional authority to enact civil liberties protections in law. But you left that task to a subsidiary of Alphabet Inc. Protecting the public interest, forging the rules of the road for data, surveillance and privacy within a Smart City: that's your constitutional job, as leaders of our three levels of government. The constitutional error that arises with outsourcing the public interest is manifold but it's akin to a government retaining Exxon to design a country's energy policy.

What are the *Charter* risks? We believe that the Waterfront Toronto-Sidewalk Labs Framework Agreement and the Plan Development Agreement ("**PDA**") contemplate a non-consensual, state-authorized mass capture of Canadians' personal information. As such, the *Charter* is engaged and breached: namely, Canadians' right to privacy under the *Charter*, section 2 (fundamental freedoms of assembly and association), section 7 (life, liberty and security of the person), and section 8 (unreasonable search or seizure). The PDA also violates privacy statutes applicable to Waterfront Toronto, which is not above the law.

The CCLA is contemplating litigation in this matter because your respective governments behave as if unaware that, constitutionally, the emperor has no clothes.

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2 *Ibid.*
3 *Ibid.*

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Canada needs you to develop the federal, provincial and municipal policies for a Smart City (whether at Quayside or elsewhere in Canada) ***before*** the procurement process, not after. As such, CCLA argues for a reset of Sidewalk Toronto, rather than a scrapping of a Smart City altogether. A change of course is needed. Ask not what your country can do for technology – ask what technology can do for your country. If you won't reset through government or by elected assembly, civil society may need to through the courts.

With this open letter to you, we are also asking the public to reach out to their democratic representatives, if they agree, to hit the reset button on Smart City Toronto. In the spirit of public debate, we are also encouraging your governments to respond to this letter, and debate these ideas in your legislative assemblies.

Are you contemplating such a reset? If so, when and how? If not, why not? Thank you for considering the foregoing, and we look forward to your response.

Sincerely,

Michael Bryant
Executive Director & General Counsel
Canadian Civil Liberties Association

Dr. Brenda McPhail
Director of Privacy, Tech & Surveillance
Canadian Civil Liberties Association

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Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: April 3, 2019 6:27 PM
To: Faraday-Smith, Nancy (INFC); Shawki, Hoda (INFC); Khan, Irmeen (INFC)
Subject: FW: #BlockSidewalk Campaign Toronto
Attachments: Press Release_Apr 2_2019.pdf; ATT00001.htm

From: Gillis, Kelly (INFC)
Sent: April 3, 2019 5:58 PM
To: Campbell, Glenn (INFC)
Subject: Fwd: #BlockSidewalk Campaign Toronto

FYI

Sent from my iPhone

Begin forwarded message:

From: [redacted]
Date: April 3, 2019 at 5:55:55 PM EDT
To: john.knubley@canada.ca, gianluca.cairo@canada.ca, charles.vincent@canada.ca, james.burns@canada.ca, kelly.gillis@canada.ca, joseph.pickerill@canada.ca, sriram.raman@canada.ca, Matthew.Mendelsohn@pco-bcp.gc.ca, paul.rochon@canada.ca, Peter.Wallace@tbs-sct.gc.ca
Subject: #BlockSidewalk Campaign Toronto

Dear All -

I am glad to let you know that #BlockSidewalk - the citizen group intent to stop the Google subsidiary's Toronto plans - formally launched at Toronto City Hall yesterday.

For more information about our launch, please see our press release (attached) as well as the articles below. Our support is growing, not only in Toronto, but internationally.

Toronto Star: Toronto group wants Google sister company removed from Quayside project

The Globe And Mail: Sidewalk Labs CEO tells MPs 'we have no interest in monetizing personal information' in proposed Toronto smart city

The Guardian: Street battle: the activists fighting to save their neighbourhood from the tech giants

Regards,

[redacted]

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#BlockSidewalk

FOR IMMEDIATE RELEASE
Tuesday, April 2, 2019

#BlockSidewalk launches at Toronto City Hall, announces future plans

TORONTO – Today, #BlockSidewalk, the campaign launched to shut down the Google-affiliated Sidewalk Labs project on Toronto's waterfront, held its first press conference at City Hall.

"Our waterfront must be developed for the benefit of the citizens of Toronto, not the shareholders of a Google-affiliate," said Julie Beddoes, waterfront resident and #BlockSidewalk supporter. Roger Keil, an urban governance scholar and the former Director of The City Institute at York University (CITY) agrees: "Let's build cities from our civic needs up, not from the internet on down. Corporations tend to build dystopias, not communities."

Organizers explained that the immediate goal of the campaign is to inform the public about what the project is, and why it should be reset. They also outlined the work the group is doing to imagine alternative futures, and how Waterfront Toronto can move on from this problematic smart city initiative that is ultimately undermining its own rich history of innovation and success.

"Many people in the City of Toronto don't know what Sidewalk Toronto is. After 17 months of paying close attention to the deal, #BlockSidewalk knows this project should have ended a long time ago. And while we don't have the $11 million USD communications budget that they have, we have resident and organizing capacity, and a lot of global support, to bring the public up to speed on what has happened so far and what's at stake," said Bianca Wylie, #BlockSidewalk organizer and chair.

Toronto's resistance to this deal is internationally recognized as the knife's edge of urban questions in the age of big tech.

"Toronto's #BlockSidewalk campaign marks the frontline of a historic contest between surveillance capitalism and democracy. The city has been and must remain the public space in which citizens learn and practice democracy as neighbours with shared and varied interests," said Shoshana Zuboff, scholar, activist and Professor Emerita at Harvard Business School.

The campaign will hold its first public event on April 17th, 6:30-8:30pm, at the Ralph Thornton Community Centre, located at 765 Queen Street East. Everyone is welcome.

For more information, contact:

Thorben Wieditz cell: 647-409-8997 thorben@metstrat.ca

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Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: April 3, 2019 7:53 AM
To: Gillis, Kelly (INFC)
Cc: Dixon, Lucas (INFC)
Subject: Summary points on ETHI
Attachments: ETHI Summary Report April 2 2019.doc

Importance: High

Additional high level points

Recap of SWL appearance at ETHI Committee

- Sidewalk Labs (SWL) Head Dan Doctoroff, along with Director of Communications Micah Lasher, and Director of Policy and Strategy John Brodhead appeared before ETHI today from 3:30 to 5:00 pm to answer questions from Committee members. A video recording of the appearance is available in the link below for post viewing opportunities. Below is a summary of the appearance.

Opening Statement by D. Doctoroff:

- Highlighted SWL's origins and mission, the fact that it **has no other right than to make a plan** for the development of Quayside at its own expense and have that Plan considered by Waterfront Toronto's (WT) Board and government authorities and rejected if it doesn't meet expectations.
- Referenced John Brodhead's contribution to the company and stressed that SWL's first interactions with Mr. Brodhead came only long after the RFP process had concluded.
- Emphasized that SWL is developing its Plan in real-time in the public eye, with **extensive public consultation and engagement having been a key feature** throughout Plan development process.
- Enumerated several examples of engagement mechanisms SWL has fostered, including the DSAP, roundtables and citizen reference panels; mentioned that **SWL's ideas around data use are being developed in full deference to privacy regulators, the DSAP, governments and the ETHI** committee.
- Highlighted some of the purported benefits the Plan intends to showcase, such as tall timber buildings that are on average 7X less carbon intensive; inclusive, affordable housing (40% below market); LRT expansion; bicycle infrastructure; and Pedestrian safety.
- Concluded by noting that none of the proposed innovations would stand as ends in and of themselves, that 10's of thousands of jobs may be expected to be generated from the Quayside initiative and that **Toronto stands to become a leader in the development and deployment of global standards in next generation urban technology**.

Questions from Committee members:

- **Adam Vaughan (L) asked Mr. Doctoroff if there is a Canadian policy vacuum on Data governance issues** – to which Doctoroff agreed, but also noted that this is also the case everywhere, not just in Canada. Doctoroff stated that they intend to suggest some ways to deal with data governance more comprehensively but on a foundation of complete adherence to existing Canadian law. In response to further questioning from Vaughan Doctoroff confirmed that SWL has no intention of proposing that it assume any control of Public Infrastructure, Data infrastructure, or the leveraging of tax revenue.
    - **On proposed approaches to the Eastern Waterfront LRT,** Doctoroff confirmed that SWL would be willing to play a role in financing the LRT as way to increase density at Quayside and the Port Lands, and that an eastern waterfront LRT project that has been an official City of Toronto priority for 10 years.

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- **On other questions** Doctoroff clarified when and by whom at WT first contacted SWL (MR. Glasiek in June of 2016- well over a year prior to the issuance of the RFP).

- **Peter Kent (C) probed on scale**. Doctoroff argued strongly that both the RFP, SWL's response to the RFP and the Plan Development Agreement all make numerous mention to the broader eastern waterfront as within scope contemplation of at-scale proposals by SWL.
- **Kent and Charlie Angus (NDP) focused on assertions made in the AG report concerning the length of the RFP** given the ambition of the project being contemplated by WT. Doctoroff responded that 6 weeks was only the first stage of the RFP process, which continued for another 5 ½ months. In response to assertions from the AG report that SWL had received advance information over other bidders, SWL clarified that this amounted to three 1-page topographical maps, two of which had been provided to Ellis Don, and an extract of a Goods Transportation study. All these items were found to be publicly available and incidental to the RFP.
  - **On claims of AG finding preferential treatment**, SWL went on to correct committee members making such assertions, noting the AG had never made such a statement. SWL made the point that it participated in a market sounding process with upwards of 52 other companies prior to the RFP, and that it was the 25th out of some 50 companies that WT had contacted. Micah Lasher also added that SWL scrupulously respected no contact with government officials during the RFP process.
- **John Broadhead responded to Committee questions on his role**, noting that he was first contacted by SWL while in his role of Chief of Staff to the Minister of Indigenous Services – in late January 2018. In later questioning from Mr. Angus he confirmed that while Chief of Staff to the Minister of Infrastructure and Communities he had multiple, regular contacts with WT staff. Mr. Angus questioned Mr. Brodhead about the fate of the Toronto Expo bid in relation to the Prime Minister's purported interest in Google, to which Brodhead responded there was no linkage between these issues.
- **Mr. Erskine Smith (L) asked questions on how SWL would make money through the Quayside initiative**. Doctoroff cited sources as: 1 – through limited real estate development on Quayside and at Villiers West; 2 – financing innovative infrastructure that could not otherwise be normally financed; and 3 – by developing at Quayside a limited number of innovation products that could be deployed elsewhere.
  - **Sidewalk went on to explain its data governance proposals** (i.e. the data Trust concept, responsible data use assessments, privacy by design, de-identification at source, open by default, personal versus non-personal data, etc.) and reiterated that if it cannot develop data governance proposals or an overall plan that satisfies people, then the plan will not move forward. SWL reiterated that data governance needs to be couched in a democratic process. In this regard it model its own behaviour but cannot dictate what third parties would do at Quayside.
- **Questions on "moonshot" and lobbyists**: In response to further questioning from Mr. Kent, Dan Doctoroff confirmed that Quayside is not an Alphabet "Moonshot" – described as ambitious projects where Alphabet invests considerable resources buts walks away from when they fail. Later in the hearing Mr. Vaughan posed questions that helped SWL provide context around the number of registered lobbyists it has in Canada, and that a broad range of interactions with officials are captured as lobbying activities.
- **Mr. Angus questioned on need for legislative/regulatory exemptions**. Micah Lasher clarified that intention with Quayside is not seek "Forbearances" from legislation or regulations but that the Plan will point out where some of its proposals may warrant the changing of laws and regulations to enable initiatives that make possible the goals that WT and SWL wish to achieve. Lasher held out the example of Tall timber building height restrictions as an example.
- **Franm Bayliss (L) questioned on data governance and privacy**. SWL deferred on the notion of which level of government should be setting rules with respect to data governance and privacy protection, but seemed to agree with Bayliss's intimation that a uniform, consistent set of rules is preferable to site-specific or geographically circumscribed patchworks. In reference to a number of initiatives being undertaken at on data governance between the three level of governments (such as the initiative being led by councillor Joe Cressy) SWL stated that it would abide by and work within the Canadian policy legislative framework on data governance privacy as it evolves.

The ETHI meeting ended promptly at 5:00 pm.

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Summary Report

Meeting of the Standing Committee on Access to Information, Privacy and Ethics (ETHI)

Privacy of Digital Government Services

April 2, 2019 from 3:30pm to 5:30pm

Members of the Committee in attendance (to confirm):

Liberal Party of Canada:
Adam Vaughan (Spadina – Fort York)
Nathaniel Erskine – Smith (Beaches – East York) – Vice- Chair
Frank Baylis (Pierrefonds – Dollard)

Conservative Party of Canada:
Hon. Peter Kent (Thornhill)

New Democratic Party:
Charlie Angus (Timmins – James Bay) – Vice-Chair

Witnesses:

Sidewalk Labs
- Dan Doctoroff, Chief Executive Officer
- Micah Lasher, Head of Policy and Communications
- John Brodhead, Director of Policy and Strategy

Summary of Proceedings

Main Themes:
- AG report – preferential treatment
- Collaboration at all levels of government
- Privacy issues

Opening Remarks - Highlights

Mr. Doctoroff: Sidewalk labs was founded in 2016 as a subsidiary of Alphabet/Google. On March 17 2017 Waterfront Toronto issued an RFP seeking a partner to help create and fund a globally significant urban project showcasing technology, building sustainable practices and innovative business models. This is an opportunity to make Toronto the home of a marquee project and we have been operating on an assumption that we needed to work very hard to win this bid. We were fortunate to have support of our parent company. Had we been a more traditional business we would have been unable to do this. We assembled a team with deep expertise in urban innovation. We had the ability to spend money at our own risk. We were unusually well position to compete in a fair and rigorous process. Please read our RFP – we call on others to be released so you can have the fullest possible picture of what led to our selection 7 months after issuance of RFP. We understand that this was Toronto's 2nd longest procurement in its history.

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We won the right to make a plan, at our expense, for consideration. It comes with no guarantees.

Mr. Brodhead became part of this after we were awarded the opportunity. He was cleared via the conflict of interest commissioner.

Over the last year, we engaged in public consultations, unprecedented in scope. We have had more than 20,000 Torontonians engaged.

On privacy and data governance – Canada has strong foundation of privacy laws, recognizing privacy as fundamental human right. Consistent with this, we made early commitments to responsible data use. Not interested in selling personal data. During consultations we heard concerns about urban data, proliferating in urban cities in ways that are unregulated and not transparent. Looking to build on and not supplant existing privacy laws, and put in place a most robust framework for urban data that exists anywhere.

Interested in protecting public interest while promoting innovation.

Have consulted with privacy regulators extensively.

I am more convinced than ever that this project can meet ambitious goals that Waterfront articulated in the RFP. Sustainable, green, affordable housing, light rail expansion, bike and pedestrian considerations, reduction of traffic congestion, etc. Data is to be used to further these goals, not an end in and of itself.

Our plans will create tens of thousands of jobs, and put people first. Would like cities around the world to look to us as an example for tackling their own challenges. I feel passionate and proud to do this work.

Questions:

Mr. Vaughan: This committee is looking at privacy laws, and how to protect people and society from big data. Is there a policy vacuum in this area.

Answer: Yes, there are ways to deal with urban data that is more comprehensive.

Mr. Vaughan: Will you abide by Toronto laws if they come up with new privacy rules?

Answer: Yes.

Mr. Vaughan: (Questions relating to controlling tax base, infrastructure development.)

Answer: One proposal out in public that we have been seriously considering, one of most challenging issues if you want more density on Waterfront that we believe is critical to increase

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amount of housing and alleviate housing crisis that is developing you have to find a way to get more people there with mass transit.

Mr. Vaughan: And that is consistent with local plans to service the area, and next several, promised by city of Toronto?

Answer: Correct. What has been interesting to us while all acknowledge that is a priority and has been for last 10 years, there is no realistic plan for the expansion of the LRT into Quayside, in part because no one lives there

Mr. Vaughn: A City Councillor asked that Toronto come up with rules on data. Are you confident your proposal can live within that framework?

Answer: Yes, we support his process

Mr. Kent: I am sure you will forgive those in GTA who have expressed skepticism and concern When did you realize that the 12 acre project was not enough for your objectives.

A: The original RPF Toronto issued mentioned Quayside many times, right there from beginning, our response to RFP in June 2017 mentioned broader Waterfront 200 times. The project development agreement signed with WT talked about broader waterfront and scale in order to achieve Toronto's ambitions.

Mr. Kent: so your business plan was always for a bigger project

Answer: It was clear in the RFP. It did talk about private sector funding for the initiative, the plans now are aligned with what was requested in RFP

Mr. Kent: one competing bidder was told timeline was 6 weeks and no extension was possible. It was made clear verbally those were deadlines so asking for extension was out of question. Why were they left with that impression?

A: I can't speak to that, can't speculate, I do think WT reached out in advance of issuance of RFP to 52 separate parties. RFP no mystery it would be issued. I can only speak to what we did – we marshalled all our resources and worked around clock for 6 weeks. Was first round of RFP process, went through several more, overseen by fairness advisor. Put same kind of effort in every stage of process.

Mr. Kent: The Ontario AG had questions about preferential treatment given to Sidewalk Toronto. The RFP should be open again

A: Let me clarify. The OAG never suggested preferential treatment. They noted that Sidewalk received more information but that it drew no conclusions if we had an advantage, no instance of info being given that others did not have. We were the 25th company WT met with as part of its market sounding process. Several companies that WT met with before and after SL responded to RFP.

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Mr. Kent: you might see the OAG findings as preferential

A: AG did not find that, and clear that AG compared our RFP response and found ours significantly more complete

Mr. Kent: you mentioned Sidewalk Labs agreement to abide by today and future privacy laws. Given your sibling's European union findings re privacy would you still be interested in project if we went like EU broader regulations.

A: Yes we would be. Expect the privacy regime for urban data at Quayside would be more rigorous.

Mr. Angus: Mr Brodhead you were with INFC. What was your nature of communications with Alphabet, Sidewalk.

A: I worked and went to be Chief of Staff at Indigenous Services. Was not in contact with Sidewalk as Chief of Staff with INFC. My first contact after RFP when I was with ISC.

Mr. Angus: Did they contact you

A: One of their new staff reached out to me and wanted to learn about Toronto politics.

Mr. Angus: Was that the bridge into your current position?

A: I had multiple conversations until late Jan 2018 at which point I expected an offer from Sidewalk. I was in touch with ethics commissioner, then once offer was received, submitted info and was green lit for the position.

Mr. Angus: The Prime Minister is close to this project. The AG noted one of problems was process. The communications and consultations that should have been done were at high political level. Who was going on behind the scenes.

A: No one I know.

A: We adhered to all the rules. Mr. Brodhead was contacted one month after public announcement of our selection.

Mr. Angus: The AG found Waterfront Toronto emails that federal government was applying pressure.

Mr. Brodhead: I have no idea who they mean

Mr. Angus: question about Ms. Delorenzo on real estate board and her concerns about review of framework agreement. Who was applying pressure?

A: This is inaccurate.

Mr. Angus: AG said that more info was given to your bid than competing bids. Who was giving info?

Answer: WT provided information as part of process. This included maps and extract of report on goods transportation. Maps were also requested and received by Ellis Don, and info was also available to others, and incidental to RFP response. No advantage to us.

Mr. Angus: This is hard to believe. If an AG said you got more info, who are we to believe.

A: Justice Osborne was satisfied that no organization was given any info that was not readily accessible.

Mr. Angus: This RFP had a very short timeline. How can it be the second longest in Toronto's history.

A: That was only the first stage of RFP, it continued over another 5.5 months.

Mr. Erskine-Smith: I understand the Google business model. Services are free, but not entirely as they can advertise to me and can monetize. I don't understand the business model. How do you make money.

A: We have proposed as an option we would be prepared to finance infrastructure that would not otherwise be financed. We will develop a small group of products that have potential to be taken beyond Toronto market globally.

Mr. Erskine-Smith: Products that capture data in a public way?

A: No, more like – the way we manage our streets. For example, how do we get more people to navigate better without building more streets. Managing curbs and streets an important aspect of cities of future. Take data about traffic, de-identify data about people. LED lighting embedded in streets to reduce amount of streets necessary to save money and greater throughput.

Mr. Erskine-Smith: This is far from traditional Alphabet business model.

A: Please dismiss the notion that our model has anything to do with Google. We have no interest in monetizing personal information. My background is not with Google, I made my mark as public servant. Deputy Mayor of NY after 911. We are interested in finding ways to improve urban life in 21st C. I know with our affiliation people have a hard time believing it. Every person at SL is committed to that mission. We believe we have opportunity to do something remarkable. Can't do it alone. Just trying to put forward proposal that can be voted on and excited about

Mr. Erskine-Smith: There were resignations, public consternation re on privacy issue, and you brought in privacy issues, some left.

A: The ultimate comfort that we can provide is that we cannot do anything unless WT and governments and privacy regulators sign off. All we did was agree to spend our own money to

develop a plan people will be excited about. At the end of the day, if we can't satisfy people this can't move forward.

Mr. Erskine-Smith: if a smaller company wants to monetize data, is it a public facing body who decides?

A: to fill void, we suggest an independent body, government or more independent, called civic data trust ought to be responsible for data. Our hypothesis is once someone wants to use it, they must submit a detailed application. We would be in same position as others. Also, data trust would include what data includes, how it can be used, whether open data, what kind of investment they have to make. We want to find right balance between adequate privacy protection and not chill innovation. Not our decisions to make. Data trust would have oversight once approved that rules are being complied with.

Mr. Kent: Is this one of your parent company's moon shots? An ambitious project that, if it doesn't pay off, is shelved?

A: no, this is not the case. We spend time with our parent, they are up to speed with what is happening here. They are excited about what we are doing. None of us think of it as a moon shot. I am 60, could be doing other things. I believe I am spending last major phase of my career on something extraordinarily important, make huge difference.

Mr. Kent: You are still in hunt for funding partners, reports say that you have locked down financial commitments.

A: The answer is that one thing we have found in our extensive consultations is there is a real interest as never before that we should develop that we love to have partners, Canadian partners. We are open. But not true that we have locked down financing for anything.

Mr. Kent: Did you have contact with Minister Sohi before RFP process.

Q: No. no one at SL, we were incredibly diligent to follow rules of RFP.

Mr. Kent: Records show you registered 40 people to lobby in Toronto. That would seem quite high.

A: We abide strictly by lobbying rules. We have three levels of government to deal with. Mobility planning, land use, infra planning, building codes, innovating in a lot of ways, and what we need to do is engage with civil servants at all three levels of gvt and with WT.

Mr. Vaughan: On the issue of pressure from levels of gov to finalize. Your proposal will be part of financing flood protection correct

A: not directly, still finalizing, but what will be possible is generate a substantial amount of incremental tax revenue at all three levels of gov.

Mr. Baylis: What are your views to make it a waterfront property, parks.

A: A core principle which all planning we have engaged with has really been about returning Waterfront to the people, creating dynamic community centred around water. Parkland. One very early principle was that no matter what, only be successful if this place was fully integrated in the surrounding metropolitan area and that it had to be porous (anyone could feel they could com there, live there). We do believe that compared with elsewhere in downtown, may be most inclusive community downtown.

Mr. Kent: when I leaned as resident and politician about the original project, I was excited. But in the months since, the controversy, the resignations, the lack of information, that info comes out in leaks to G&M and Tor Star, has led me to agree that when Jim Balsillie – project should have been discussed publicly.

A: Any project that seeks to break new ground and is committed to reaching out and getting feedback before everything is clear will be natural recipient of concern and criticism. We welcome the criticism and concern, we think it makes us smarter more sensitive, make plans better. Disagree with dystopian place comment. When entire plan comes together, most people friendly dynamic communities anywhere. People will be truly excited about fact that it will be coming to their city. So as I said, we were given a challenge to break new ground that every major city faces. We have been doing this publicly and that is mess. Hope what we come back with will reignite excitement you had. We don't have a right to do anything, just to make plan that you and other governments with opinion of public will have ability to say it meets needs.

Mr. Kent: Have you reached out to Mr. Balsillie

A: He has not expressed any interest in meeting us.

Mr. Kent: you said you will guarantee you will de identify but not that third parties would not. Why.

A: We have suggested that data trust be responsible for management of urban data not us. We did not want to bind that entity to a set of rules and principles which could be a public entity, or other. Not appropriate for us to be doing it. Our vision is thriving ecosystem lots of companies doing lots of things. We will try to do as little as possible to catalyze that. We would not have power to say to a startup, no authority, and there should be a gov regime over us and anyone else operating out of that space. Of course we hope impositions upon ourselves would become rules of road. But right thing to do is independent governance.

Mr. Erskine-Smith: You tell me that there will be sensors and cameras, I worry. Google is involved I worry. I You are right, up to public facing body to decide on data protection. Is there a sense of what current privacy laws apply?

A: PIPEDA applies and we are seeking no exemptions. The challenge is that PIPEDA and most privacy laws don't deal with non personal information like urban data. Existing laws don't strongly cover.

Mr. Erskine-Smith: I rely on Google maps. That is built on open data from cities re: traffic patterns, how is this different, or is it diff scale, that civic data trust is right way and not city.

A: We suggest the need for the right mix of expertise to manage it effectively, need to have strict privacy regime but also ensure innovation is not chilled.

Mr Angus: Mr. Brodhead, what was your contact with Waterfront at INFC.

A: Regular contact

Mr. Angus: How about the Toronto expo bid

A: Not to my recollection. I spoke with people and there was possibility of Toronto expo. I did meet with Expo group, but nothing no link and Quayside.

Mr. Angus: I am quoting your boss. He said this project might require substantial forebearances from existing laws and regulations. When a company wins a bid and they want to be exempted from laws, that is concerning.

A: Mr. Schmidt was joking, at this point, he paused for laughs in audience. Not exempted from Canadian laws, but for regulations and laws to be changed in order to enable initiatives that will make possible of goals WT established. Example, right now, under the regulations building code of city of Toronto, we cannot have wood building over 6 stories high. It is possible to have 18-20 stories high. Can we go higher. Why do you want a wood building? They are more sustainable. They have higher fire safety ratings than steel and concrete. Reduce scale by 20%, achieve affordability.

Mr. Baylis: Waterfront puts out a bid, you win first stage of that. Question comes up about who owns non personal data, who owns it, Who should regulate?

A: we don't have a point of view. There are strong arguments for a variety of alternatives including independent body. We believe that it has to be subject to a democratic process. It is up to you to decide where that ought to be. We will live with it.

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: April 2, 2019 9:57 PM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); Khan, Irmeen (INFC); INFC.O IPI.admo-BSMA.IPI O.INFC
Subject: Summary of today's ETHI
Attachments: ETHI Summary Report April 2 2019.doc

Importance: High

Hi Glenn,

The following ETHI summary from Shawn complements that provided by Comms, though in point form below may be useful all the same for your bilat with the DM. As I haven't yet watched in its entirety, I defer to Shawn on overall impressions of tone, credibility etc.

Nancy

Recap of SWL appearance at ETHI Committee

- Sidewalk Labs (SWL) Head Dan Doctoroff, along with Director of Communications Micah Lasher, and Director of Policy and Strategy John Brodhead appeared before ETHI today from 3:30 to 5:00 pm to answer questions from Committee members. A video recording of the appearance is available in the link below for post viewing opportunities. Below is a summary of the appearance.

Opening Statement by D. Doctoroff:

- Highlighted SWL's origins and mission, the fact that it **has no other right than to make a plan** for the development of Quayside at its own expense and have that Plan considered by Waterfront Toronto's (WT) Board and government authorities and rejected if it doesn't meet expectations.
- Referenced John Brodhead's contribution to the company and stressed that SWL's first interactions with Mr. Brodhead came only long after the RFP process had concluded.
- Emphasized that SWL is developing its Plan in real-time in the public eye, with **extensive public consultation and engagement having been a key feature** throughout Plan development process.
- Enumerated several examples of engagement mechanisms SWL has fostered, including the DSAP, roundtables and citizen reference panels; mentioned that **SWL's ideas around data use are being developed in full deference to privacy regulators, the DSAP, governments and the ETHI** committee.
- Highlighted some of the purported benefits the Plan intends to showcase, such as tall timber buildings that are on average 7X less carbon intensive; inclusive, affordable housing (40% below market); LRT expansion; bicycle infrastructure; and Pedestrian safety.
- Concluded by noting that none of the proposed innovations would stand as ends in and of themselves, that 10's of thousands of jobs may be expected to be generated from the Quayside initiative and that **Toronto stands to become a leader in the development and deployment of global standards in next generation urban technology**.

Questions from Committee members:

- **Adam Vaughan (L) asked Mr. Doctoroff if there is a Canadian policy vacuum on Data governance issues** – to which Doctoroff agreed, but also noted that this is also the case everywhere, not just in Canada. Doctoroff stated that they intend to suggest some ways to deal with data governance more comprehensively but on a foundation of complete adherence to existing Canadian law. In response to further questioning from Vaughan Doctoroff confirmed that SWL has no intention of proposing that it assume any control of Public Infrastructure, Data infrastructure, or the leveraging of tax revenue.

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- **On proposed approaches to the Eastern Waterfront LRT,** Doctoroff confirmed that SWL would be willing to play a role in financing the LRT as way to increase density at Quayside and the Port Lands, and that an eastern waterfront LRT project that has been an official City of Toronto priority for 10 years.
- **On other questions** Doctoroff clarified when and by whom at WT first contacted SWL (MR. Glasiek in June of 2016- well over a year prior to the issuance of the RFP).

- **Peter Kent (C) probed on scale**. Doctoroff argued strongly that both the RFP, SWL's response to the RFP and the Plan Development Agreement all make numerous mention to the broader eastern waterfront as within scope contemplation of at-scale proposals by SWL.

- **Kent and Charlie Angus (NDP) focused on assertions made in the AG report concerning the length of the RFP** given the ambition of the project being contemplated by WT. Doctoroff responded that 6 weeks was only the first stage of the RFP process, which continued for another 5 ½ months. In response to assertions from the AG report that SWL had received advance information over other bidders, SWL clarified that this amounted to three 1-page topographical maps, two of which had been provided to Ellis Don, and an extract of a Goods Transportation study. All these items were found to be publicly available and incidental to the RFP.
  - **On claims of AG finding preferential treatment**, SWL went on to correct committee members making such assertions, noting the AG had never made such a statement. SWL made the point that it participated in a market sounding process with upwards of 52 other companies prior to the RFP, and that it was the 25th out of some 50 companies that WT had contacted. Micah Lasher also added that SWL scrupulously respected no contact with government officials during the RFP process.

- **John Broadhead responded to Committee questions on his role**, noting that he was first contacted by SWL while in his role of Chief of Staff to the Minister of Indigenous Services – in late January 2018. In later questioning from Mr. Angus he confirmed that while Chief of Staff to the Minister of Infrastructure and Communities he had multiple, regular contacts with WT staff. Mr. Angus questioned Mr. Brodhead about the fate of the Toronto Expo bid in relation to the Prime Minister's purported interest in Google, to which Brodhead responded there was no linkage between these issues.

- **Mr. Erskine Smith (L) asked questions on how SWL would make money through the Quayside initiative**. Doctoroff cited sources as: 1 – through limited real estate development on Quayside and at Villiers West; 2 – financing innovative infrastructure that could not otherwise be normally financed; and 3 – by developing at Quayside a limited number of innovation products that could be deployed elsewhere.
  - **Sidewalk went on to explain its data governance proposals** (i.e. the data Trust concept, responsible data use assessments, privacy by design, de-identification at source, open by default, personal versus non-personal data, etc.) and reiterated that if it cannot develop data governance proposals or an overall plan that satisfies people, then the plan will not move forward. SWL reiterated that data governance needs to be couched in a democratic process. In this regard it model its own behaviour but cannot dictate what third parties would do at Quayside.

- **Questions on "moonshot" and lobbyists**: In response to further questioning from Mr. Kent, Dan Doctoroff confirmed that Quayside is not an Alphabet "Moonshot" – described as ambitious projects where Alphabet invests considerable resources buts walks away from when they fail. Later in the hearing Mr. Vaughan posed questions that helped SWL provide context around the number of registered lobbyists it has in Canada, and that a broad range of interactions with officials are captured as lobbying activities.

- **Mr. Angus questioned on need for legislative/regulatory exemptions**. Micah Lasher clarified that intention with Quayside is not seek "Forbearances" from legislation or regulations but that the Plan will point out where some of its proposals may warrant the changing of laws and regulations to enable initiatives that make possible the goals that WT and SWL wish to achieve. Lasher held out the example of Tall timber building height restrictions as an example.

- **Franm Bayliss (L) questioned on data governance and privacy**. SWL deferred on the notion of which level of government should be setting rules with respect to data governance and privacy protection, but seemed to

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agree with Bayliss's intimation that a uniform, consistent set of rules is preferable to site-specific or geographically circumscribed patchworks. In reference to a number of initiatives being undertaken at on data governance between the three level of governments (such as the initiative being led by councillor Joe Cressy) SWL stated that it would abide by and work within the Canadian policy legislative framework on data governance privacy as it evolves.

The ETHI meeting ended promptly at 5:00 pm.

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Summary Report

Meeting of the Standing Committee on Access to Information, Privacy and Ethics (ETHI)

Privacy of Digital Government Services

April 2, 2019 from 3:30pm to 5:30pm

Members of the Committee in attendance (to confirm):

Liberal Party of Canada:
Adam Vaughan (Spadina – Fort York)
Nathaniel Erskine – Smith (Beaches – East York) – Vice- Chair
Frank Baylis (Pierrefonds – Dollard)

Conservative Party of Canada:
Hon. Peter Kent (Thornhill)

New Democratic Party:
Charlie Angus (Timmins – James Bay) – Vice-Chair

Witnesses:

Sidewalk Labs
- Dan Doctoroff, Chief Executive Officer
- Micah Lasher, Head of Policy and Communications
- John Brodhead, Director of Policy and Strategy

Summary of Proceedings

Main Themes:
- AG report – preferential treatment
- Collaboration at all levels of government
- Privacy issues

Opening Remarks - Highlights

Mr. Doctoroff: Sidewalk labs was founded in 2016 as a subsidiary of Alphabet/Google. On March 17 2017 Waterfront Toronto issued an RFP seeking a partner to help create and fund a globally significant urban project showcasing technology, building sustainable practices and innovative business models. This is an opportunity to make Toronto the home of a marquee project and we have been operating on an assumption that we needed to work very hard to win this bid. We were fortunate to have support of our parent company. Had we been a more traditional business we would have been unable to do this. We assembled a team with deep expertise in urban innovation. We had the ability to spend money at our own risk. We were unusually well position to compete in a fair and rigorous process. Please read our RFP – we call on others to be released so you can have the fullest possible picture of what led to our selection 7 months after issuance of RFP. We understand that this was Toronto's 2nd longest procurement in its history.

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We won the right to make a plan, at our expense, for consideration. It comes with no guarantees.

Mr. Brodhead became part of this after we were awarded the opportunity. He was cleared via the conflict of interest commissioner.

Over the last year, we engaged in public consultations, unprecedented in scope. We have had more than 20,000 Torontonians engaged.

On privacy and data governance – Canada has strong foundation of privacy laws, recognizing privacy as fundamental human right. Consistent with this, we made early commitments to responsible data use. Not interested in selling personal data. During consultations we heard concerns about urban data, proliferating in urban cities in ways that are unregulated and not transparent. Looking to build on and not supplant existing privacy laws, and put in place a most robust framework for urban data that exists anywhere.

Interested in protecting public interest while promoting innovation.

Have consulted with privacy regulators extensively.

I am more convinced than ever that this project can meet ambitious goals that Waterfront articulated in the RFP. Sustainable, green, affordable housing, light rail expansion, bike and pedestrian considerations, reduction of traffic congestion, etc. Data is to be used to further these goals, not an end in and of itself.

Our plans will create tens of thousands of jobs, and put people first. Would like cities around the world to look to us as an example for tackling their own challenges. I feel passionate and proud to do this work.

Questions:

Mr. Vaughan: This committee is looking at privacy laws, and how to protect people and society from big data. Is there a policy vacuum in this area.

Answer: Yes, there are ways to deal with urban data that is more comprehensive.

Mr. Vaughan: Will you abide by Toronto laws if they come up with new privacy rules?

Answer: Yes.

Mr. Vaughan: (Questions relating to controlling tax base, infrastructure development.)

Answer: One proposal out in public that we have been seriously considering, one of most challenging issues if you want more density on Waterfront that we believe is critical to increase

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amount of housing and alleviate housing crisis that is developing you have to find a way to get more people there with mass transit.

Mr. Vaughan: And that is consistent with local plans to service the area, and next several, promised by city of Toronto?

Answer: Correct. What has been interesting to us while all acknowledge that is a priority and has been for last 10 years, there is no realistic plan for the expansion of the LRT into Quayside, in part because no one lives there

Mr. Vaughn: A City Councillor asked that Toronto come up with rules on data. Are you confident your proposal can live within that framework?

Answer: Yes, we support his process

Mr. Kent: I am sure you will forgive those in GTA who have expressed skepticism and concern When did you realize that the 12 acre project was not enough for your objectives.

A: The original RPF Toronto issued mentioned Quayside many times, right there from beginning, our response to RFP in June 2017 mentioned broader Waterfront 200 times. The project development agreement signed with WT talked about broader waterfront and scale in order to achieve Toronto's ambitions.

Mr. Kent: so your business plan was always for a bigger project

Answer: It was clear in the RFP. It did talk about private sector funding for the initiative, the plans now are aligned with what was requested in RFP

Mr. Kent: one competing bidder was told timeline was 6 weeks and no extension was possible. It was made clear verbally those were deadlines so asking for extension was out of question. Why were they left with that impression?

A: I can't speak to that, can't speculate, I do think WT reached out in advance of issuance of RFP to 52 separate parties. RFP no mystery it would be issued. I can only speak to what we did – we marshalled all our resources and worked around clock for 6 weeks. Was first round of RFP process, went through several more, overseen by fairness advisor. Put same kind of effort in every stage of process.

Mr. Kent: The Ontario AG had questions about preferential treatment given to Sidewalk Toronto. The RFP should be open again

A: Let me clarify. The OAG never suggested preferential treatment. They noted that Sidewalk received more information but that it drew no conclusions if we had an advantage, no instance of info being given that others did not have. We were the 25th company WT met with as part of its market sounding process. Several companies that WT met with before and after SL responded to RFP.

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Mr. Kent: you might see the OAG findings as preferential

A: AG did not find that, and clear that AG compared our RFP response and found ours significantly more complete

Mr. Kent: you mentioned Sidewalk Labs agreement to abide by today and future privacy laws. Given your sibling's European union findings re privacy would you still be interested in project if we went like EU broader regulations.

A: Yes we would be. Expect the privacy regime for urban data at Quayside would be more rigorous.

Mr. Angus: Mr Brodhead you were with INFC. What was your nature of communications with Alphabet, Sidewalk.

A: I worked and went to be Chief of Staff at Indigenous Services. Was not in contact with Sidewalk as Chief of Staff with INFC. My first contact after RFP when I was with ISC.

Mr. Angus: Did they contact you

A: One of their new staff reached out to me and wanted to learn about Toronto politics.

Mr. Angus: Was that the bridge into your current position?

A: I had multiple conversations until late Jan 2018 at which point I expected an offer from Sidewalk. I was in touch with ethics commissioner, then once offer was received, submitted info and was green lit for the position.

Mr. Angus: The Prime Minister is close to this project. The AG noted one of problems was process. The communications and consultations that should have been done were at high political level. Who was going on behind the scenes.

A: No one I know.

A: We adhered to all the rules. Mr. Brodhead was contacted one month after public announcement of our selection.

Mr. Angus: The AG found Waterfront Toronto emails that federal government was applying pressure.

Mr. Brodhead: I have no idea who they mean

Mr. Angus: question about Ms. Delorenzo on real estate board and her concerns about review of framework agreement. Who was applying pressure?

A: This is inaccurate.

Mr. Angus: AG said that more info was given to your bid than competing bids. Who was giving info?

Answer: WT provided information as part of process. This included maps and extract of report on goods transportation. Maps were also requested and received by Ellis Don, and info was also available to others, and incidental to RFP response. No advantage to us.

Mr. Angus: This is hard to believe. If an AG said you got more info, who are we to believe.

A: Justice Osborne was satisfied that no organization was given any info that was not readily accessible.

Mr. Angus: This RFP had a very short timeline. How can it be the second longest in Toronto's history.

A: That was only the first stage of RFP, it continued over another 5.5 months.

Mr. Erskine-Smith: I understand the Google business model. Services are free, but not entirely as they can advertise to me and can monetize. I don't understand the business model. How do you make money.

A: We have proposed as an option we would be prepared to finance infrastructure that would not otherwise be financed. We will develop a small group of products that have potential to be taken beyond Toronto market globally.

Mr. Erskine-Smith: Products that capture data in a public way?

A: No, more like – the way we manage our streets. For example, how do we get more people to navigate better without building more streets. Managing curbs and streets an important aspect of cities of future. Take data about traffic, de-identify data about people. LED lighting embedded in streets to reduce amount of streets necessary to save money and greater throughput.

Mr. Erskine-Smith: This is far from traditional Alphabet business model.

A: Please dismiss the notion that our model has anything to do with Google. We have no interest in monetizing personal information. My background is not with Google, I made my mark as public servant. Deputy Mayor of NY after 911. We are interested in finding ways to improve urban life in 21st C. I know with our affiliation people have a hard time believing it. Every person at SL is committed to that mission. We believe we have opportunity to do something remarkable. Can't do it alone. Just trying to put forward proposal that can be voted on and excited about

Mr. Erskine-Smith: There were resignations, public consternation re on privacy issue, and you brought in privacy issues, some left.

A: The ultimate comfort that we can provide is that we cannot do anything unless WT and governments and privacy regulators sign off. All we did was agree to spend our own money to

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develop a plan people will be excited about. At the end of the day, if we can't satisfy people this can't move forward.

Mr. Erskine-Smith: if a smaller company wants to monetize data, is it a public facing body who decides?

A: to fill void, we suggest an independent body, government or more independent, called civic data trust ought to be responsible for data. Our hypothesis is once someone wants to use it, they must submit a detailed application. We would be in same position as others. Also, data trust would include what data includes, how it can be used, whether open data, what kind of investment they have to make. We want to find right balance between adequate privacy protection and not chill innovation. Not our decisions to make. Data trust would have oversight once approved that rules are being complied with.

Mr. Kent: Is this one of your parent company's moon shots? An ambitious project that, if it doesn't pay off, is shelved?

A: no, this is not the case. We spend time with our parent, they are up to speed with what is happening here. They are excited about what we are doing. None of us think of it as a moon shot. I am 60, could be doing other things. I believe I am spending last major phase of my career on something extraordinarily important, make huge difference.

Mr. Kent: You are still in hunt for funding partners, reports say that you have locked down financial commitments.

A: The answer is that one thing we have found in our extensive consultations is there is a real interest as never before that we should develop that we love to have partners, Canadian partners. We are open. But not true that we have locked down financing for anything.

Mr. Kent: Did you have contact with Minister Sohi before RFP process.

Q: No. no one at SL, we were incredibly diligent to follow rules of RFP.

Mr. Kent: Records show you registered 40 people to lobby in Toronto. That would seem quite high.

A: We abide strictly by lobbying rules. We have three levels of government to deal with. Mobility planning, land use, infra planning, building codes, innovating in a lot of ways, and what we need to do is engage with civil servants at all three levels of gvt and with WT.

Mr. Vaughan: On the issue of pressure from levels of gov to finalize. Your proposal will be part of financing flood protection correct

A: not directly, still finalizing, but what will be possible is generate a substantial amount of incremental tax revenue at all three levels of gov.

Mr. Baylis: What are your views to make it a waterfront property, parks.

A: A core principle which all planning we have engaged with has really been about returning Waterfront to the people, creating dynamic community centred around water. Parkland. One very early principle was that no matter what, only be successful if this place was fully integrated in the surrounding metropolitan area and that it had to be porous (anyone could feel they could com there, live there). We do believe that compared with elsewhere in downtown, may be most inclusive community downtown.

Mr. Kent: when I leaned as resident and politician about the original project, I was excited. But in the months since, the controversy, the resignations, the lack of information, that info comes out in leaks to G&M and Tor Star, has led me to agree that when Jim Balsillie – project should have been discussed publicly.

A: Any project that seeks to break new ground and is committed to reaching out and getting feedback before everything is clear will be natural recipient of concern and criticism. We welcome the criticism and concern, we think it makes us smarter more sensitive, make plans better. Disagree with dystopian place comment. When entire plan comes together, most people friendly dynamic communities anywhere. People will be truly excited about fact that it will be coming to their city. So as I said, we were given a challenge to break new ground that every major city faces. We have been doing this publicly and that is mess. Hope what we come back with will reignite excitement you had. We don't have a right to do anything, just to make plan that you and other governments with opinion of public will have ability to say it meets needs.

Mr. Kent: Have you reached out to Mr. Balsillie

A: He has not expressed any interest in meeting us.

Mr. Kent: you said you will guarantee you will de identify but not that third parties would not. Why.

A: We have suggested that data trust be responsible for management of urban data not us. We did not want to bind that entity to a set of rules and principles which could be a public entity, or other. Not appropriate for us to be doing it. Our vision is thriving ecosystem lots of companies doing lots of things. We will try to do as little as possible to catalyze that. We would not have power to say to a startup, no authority, and there should be a gov regime over us and anyone else operating out of that space. Of course we hope impositions upon ourselves would become rules of road. But right thing to do is independent governance.

Mr. Erskine-Smith: You tell me that there will be sensors and cameras, I worry. Google is involved I worry. I You are right, up to public facing body to decide on data protection. Is there a sense of what current privacy laws apply?

A: PIPEDA applies and we are seeking no exemptions. The challenge is that PIPEDA and most privacy laws don't deal with non personal information like urban data. Existing laws don't strongly cover.

Mr. Erskine-Smith: I rely on Google maps. That is built on open data from cities re: traffic patterns, how is this different, or is it diff scale, that civic data trust is right way and not city.

A: We suggest the need for the right mix of expertise to manage it effectively, need to have strict privacy regime but also ensure innovation is not chilled.

Mr Angus: Mr. Brodhead, what was your contact with Waterfront at INFC.

A: Regular contact

Mr. Angus: How about the Toronto expo bid

A: Not to my recollection. I spoke with people and there was possibility of Toronto expo. I did meet with Expo group, but nothing no link and Quayside.

Mr. Angus: I am quoting your boss. He said this project might require substantial forebearances from existing laws and regulations. When a company wins a bid and they want to be exempted from laws, that is concerning.

A: Mr. Schmidt was joking, at this point, he paused for laughs in audience. Not exempted from Canadian laws, but for regulations and laws to be changed in order to enable initiatives that will make possible of goals WT established. Example, right now, under the regulations building code of city of Toronto, we cannot have wood building over 6 stories high. It is possible to have 18-20 stories high. Can we go higher. Why do you want a wood building? They are more sustainable. They have higher fire safety ratings than steel and concrete. Reduce scale by 20%, achieve affordability.

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A: we don't have a point of view. There are strong arguments for a variety of alternatives including independent body. We believe that it has to be subject to a democratic process. It is up to you to decide where that ought to be. We will live with it.

ATIA - 16(2)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: April 2, 2019 6:37 PM
To: Faraday-Smith, Nancy (INFC); Mitchell2, Lisa (INFC); Tippins, Shawn (INFC); Khan, Irmeen (INFC)
Subject: Fw: FOR INFO: ETHI Summary Report - April 2, 2019
Attachments: ETHI Summary Report April 2 2019.doc

Glenn Campbell
[redacted]
613 941 0722 (w)

From: Douglas, Caroline (INFC)
Sent: Tuesday, April 2, 2019 5:54 PM
To: INFC.O PO.ADMO.Users/Utilisateurs.OP.BSMA O.INFC; INFC.O PR.ADMO.Users / Utilisateurs.PR.BSMA O.INFC; INFC.O IPI.admo-BSMA.IPI O.INFC; INFC.F CS ADM Office / Bureau du SMA SM F.INFC; INFC.O CS.ADMO.Users/Utilisateurs.SM.BSMA O.INFC
Cc: Douglas, Caroline (INFC); Campbell, Glenn (INFC); Peets, Gerard (INFC); Bertrand3, Nathalie (INFC); Fortin3, Marc (INFC); Powroz, Jen (INFC); Tam2, Pauline (INFC); Marchildon, Caroline (INFC); Devlin-Coull, Melissa (INFC); Valcov, Katherine (INFC); INFC.F DM Office / Bureau du SM F.INFC; Wronski, Michael (INFC); Gillis, Kelly (INFC); Dixon, Lucas (INFC); Chan, Jeanna (INFC); O'Leary, Alison (INFC)
Subject: FOR INFO: ETHI Summary Report - April 2, 2019

Good afternoon,
Attached is a draft summary report from today's meeting of the Standing Committee on Access to Information, Privacy and Ethics (ETHI) on the subject of Privacy of Digital Government Services.
Witnesses included representatives from Sidewalk Labs.
Thank you,

Parliamentary Affairs and Portfolio Coordination
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Government of Canada | Gouvernement du Canada

Infrastructure Canada Canada

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- Dan Doctoroff, Chief Executive Officer
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Answer: Yes, there are ways to deal with urban data that is more comprehensive.

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Answer: Yes.

Mr. Vaughan: (Questions relating to controlling tax base, infrastructure development.)

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amount of housing and alleviate housing crisis that is developing you have to find a way to get more people there with mass transit.

Mr. Vaughan: And that is consistent with local plans to service the area, and next several, promised by city of Toronto?

Answer: Correct. What has been interesting to us while all acknowledge that is a priority and has been for last 10 years, there is no realistic plan for the expansion of the LRT into Quayside, in part because no one lives there

Mr. Vaughn: A City Councillor asked that Toronto come up with rules on data. Are you confident your proposal can live within that framework?

Answer: Yes, we support his process

Mr. Kent: I am sure you will forgive those in GTA who have expressed skepticism and concern When did you realize that the 12 acre project was not enough for your objectives.

A: The original RPF Toronto issued mentioned Quayside many times, right there from beginning, our response to RFP in June 2017 mentioned broader Waterfront 200 times. The project development agreement signed with WT talked about broader waterfront and scale in order to achieve Toronto's ambitions.

Mr. Kent: so your business plan was always for a bigger project

Answer: It was clear in the RFP. It did talk about private sector funding for the initiative, the plans now are aligned with what was requested in RFP

Mr. Kent: one competing bidder was told timeline was 6 weeks and no extension was possible. It was made clear verbally those were deadlines so asking for extension was out of question. Why were they left with that impression?

A: I can't speak to that, can't speculate, I do think WT reached out in advance of issuance of RFP to 52 separate parties. RFP no mystery it would be issued. I can only speak to what we did – we marshalled all our resources and worked around clock for 6 weeks. Was first round of RFP process, went through several more, overseen by fairness advisor. Put same kind of effort in every stage of process.

Mr. Kent: The Ontario AG had questions about preferential treatment given to Sidewalk Toronto. The RFP should be open again

A: Let me clarify. The OAG never suggested preferential treatment. They noted that Sidewalk received more information but that it drew no conclusions if we had an advantage, no instance of info being given that others did not have. We were the 25th company WT met with as part of its market sounding process. Several companies that WT met with before and after SL responded to RFP.

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Mr. Kent: you might see the OAG findings as preferential

A: AG did not find that, and clear that AG compared our RFP response and found ours significantly more complete

Mr. Kent: you mentioned Sidewalk Labs agreement to abide by today and future privacy laws. Given your sibling's European union findings re privacy would you still be interested in project if we went like EU broader regulations.

A: Yes we would be. Expect the privacy regime for urban data at Quayside would be more rigorous.

Mr. Angus: Mr Brodhead you were with INFC. What was your nature of communications with Alphabet, Sidewalk.

A: I worked and went to be Chief of Staff at Indigenous Services. Was not in contact with Sidewalk as Chief of Staff with INFC. My first contact after RFP when I was with ISC.

Mr. Angus: Did they contact you

A: One of their new staff reached out to me and wanted to learn about Toronto politics.

Mr. Angus: Was that the bridge into your current position?

A: I had multiple conversations until late Jan 2018 at which point I expected an offer from Sidewalk. I was in touch with ethics commissioner, then once offer was received, submitted info and was green lit for the position.

Mr. Angus: The Prime Minister is close to this project. The AG noted one of problems was process. The communications and consultations that should have been done were at high political level. Who was going on behind the scenes.

A: No one I know.

A: We adhered to all the rules. Mr. Brodhead was contacted one month after public announcement of our selection.

Mr. Angus: The AG found Waterfront Toronto emails that federal government was applying pressure.

Mr. Brodhead: I have no idea who they mean

Mr. Angus: question about Ms. Delorenzo on real estate board and her concerns about review of framework agreement. Who was applying pressure?

A: This is inaccurate.

Mr. Angus: AG said that more info was given to your bid than competing bids. Who was giving info?

Answer: WT provided information as part of process. This included maps and extract of report on goods transportation. Maps were also requested and received by Ellis Don, and info was also available to others, and incidental to RFP response. No advantage to us.

Mr. Angus: This is hard to believe. If an AG said you got more info, who are we to believe.

A: Justice Osborne was satisfied that no organization was given any info that was not readily accessible.

Mr. Angus: This RFP had a very short timeline. How can it be the second longest in Toronto's history.

A: That was only the first stage of RFP, it continued over another 5.5 months.

Mr. Erskine-Smith: I understand the Google business model. Services are free, but not entirely as they can advertise to me and can monetize. I don't understand the business model. How do you make money.

A: We have proposed as an option we would be prepared to finance infrastructure that would not otherwise be financed. We will develop a small group of products that have potential to be taken beyond Toronto market globally.

Mr. Erskine-Smith: Products that capture data in a public way?

A: No, more like – the way we manage our streets. For example, how do we get more people to navigate better without building more streets. Managing curbs and streets an important aspect of cities of future. Take data about traffic, de-identify data about people. LED lighting embedded in streets to reduce amount of streets necessary to save money and greater throughput.

Mr. Erskine-Smith: This is far from traditional Alphabet business model.

A: Please dismiss the notion that our model has anything to do with Google. We have no interest in monetizing personal information. My background is not with Google, I made my mark as public servant. Deputy Mayor of NY after 911. We are interested in finding ways to improve urban life in 21st C. I know with our affiliation people have a hard time believing it. Every person at SL is committed to that mission. We believe we have opportunity to do something remarkable. Can't do it alone. Just trying to put forward proposal that can be voted on and excited about

Mr. Erskine-Smith: There were resignations, public consternation re on privacy issue, and you brought in privacy issues, some left.

A: The ultimate comfort that we can provide is that we cannot do anything unless WT and governments and privacy regulators sign off. All we did was agree to spend our own money to

develop a plan people will be excited about. At the end of the day, if we can't satisfy people this can't move forward.

Mr. Erskine-Smith: if a smaller company wants to monetize data, is it a public facing body who decides?

A: to fill void, we suggest an independent body, government or more independent, called civic data trust ought to be responsible for data. Our hypothesis is once someone wants to use it, they must submit a detailed application. We would be in same position as others. Also, data trust would include what data includes, how it can be used, whether open data, what kind of investment they have to make. We want to find right balance between adequate privacy protection and not chill innovation. Not our decisions to make. Data trust would have oversight once approved that rules are being complied with.

Mr. Kent: Is this one of your parent company's moon shots? An ambitious project that, if it doesn't pay off, is shelved?

A: no, this is not the case. We spend time with our parent, they are up to speed with what is happening here. They are excited about what we are doing. None of us think of it as a moon shot. I am 60, could be doing other things. I believe I am spending last major phase of my career on something extraordinarily important, make huge difference.

Mr. Kent: You are still in hunt for funding partners, reports say that you have locked down financial commitments.

A: The answer is that one thing we have found in our extensive consultations is there is a real interest as never before that we should develop that we love to have partners, Canadian partners. We are open. But not true that we have locked down financing for anything.

Mr. Kent: Did you have contact with Minister Sohi before RFP process.

Q: No. no one at SL, we were incredibly diligent to follow rules of RFP.

Mr. Kent: Records show you registered 40 people to lobby in Toronto. That would seem quite high.

A: We abide strictly by lobbying rules. We have three levels of government to deal with. Mobility planning, land use, infra planning, building codes, innovating in a lot of ways, and what we need to do is engage with civil servants at all three levels of gvt and with WT.

Mr. Vaughan: On the issue of pressure from levels of gov to finalize. Your proposal will be part of financing flood protection correct

A: not directly, still finalizing, but what will be possible is generate a substantial amount of incremental tax revenue at all three levels of gov.

Mr. Baylis: What are your views to make it a waterfront property, parks.

A: A core principle which all planning we have engaged with has really been about returning Waterfront to the people, creating dynamic community centred around water. Parkland. One very early principle was that no matter what, only be successful if this place was fully integrated in the surrounding metropolitan area and that it had to be porous (anyone could feel they could com there, live there). We do believe that compared with elsewhere in downtown, may be most inclusive community downtown.

Mr. Kent: when I leaned as resident and politician about the original project, I was excited. But in the months since, the controversy, the resignations, the lack of information, that info comes out in leaks to G&M and Tor Star, has led me to agree that when Jim Balsillie – project should have been discussed publicly.

A: Any project that seeks to break new ground and is committed to reaching out and getting feedback before everything is clear will be natural recipient of concern and criticism. We welcome the criticism and concern, we think it makes us smarter more sensitive, make plans better. Disagree with dystopian place comment. When entire plan comes together, most people friendly dynamic communities anywhere. People will be truly excited about fact that it will be coming to their city. So as I said, we were given a challenge to break new ground that every major city faces. We have been doing this publicly and that is mess. Hope what we come back with will reignite excitement you had. We don't have a right to do anything, just to make plan that you and other governments with opinion of public will have ability to say it meets needs.

Mr. Kent: Have you reached out to Mr. Balsillie

A: He has not expressed any interest in meeting us.

Mr. Kent: you said you will guarantee you will de identify but not that third parties would not. Why.

A: We have suggested that data trust be responsible for management of urban data not us. We did not want to bind that entity to a set of rules and principles which could be a public entity, or other. Not appropriate for us to be doing it. Our vision is thriving ecosystem lots of companies doing lots of things. We will try to do as little as possible to catalyze that. We would not have power to say to a startup, no authority, and there should be a gov regime over us and anyone else operating out of that space. Of course we hope impositions upon ourselves would become rules of road. But right thing to do is independent governance.

Mr. Erskine-Smith: You tell me that there will be sensors and cameras, I worry. Google is involved I worry. I You are right, up to public facing body to decide on data protection. Is there a sense of what current privacy laws apply?

A: PIPEDA applies and we are seeking no exemptions. The challenge is that PIPEDA and most privacy laws don't deal with non personal information like urban data. Existing laws don't strongly cover.

Mr. Erskine-Smith: I rely on Google maps. That is built on open data from cities re: traffic patterns, how is this different, or is it diff scale, that civic data trust is right way and not city.

A: We suggest the need for the right mix of expertise to manage it effectively, need to have strict privacy regime but also ensure innovation is not chilled.

Mr Angus: Mr. Brodhead, what was your contact with Waterfront at INFC.

A: Regular contact

Mr. Angus: How about the Toronto expo bid

A: Not to my recollection. I spoke with people and there was possibility of Toronto expo. I did meet with Expo group, but nothing no link and Quayside.

Mr. Angus: I am quoting your boss. He said this project might require substantial forebearances from existing laws and regulations. When a company wins a bid and they want to be exempted from laws, that is concerning.

A: Mr. Schmidt was joking, at this point, he paused for laughs in audience. Not exempted from Canadian laws, but for regulations and laws to be changed in order to enable initiatives that will make possible of goals WT established. Example, right now, under the regulations building code of city of Toronto, we cannot have wood building over 6 stories high. It is possible to have 18-20 stories high. Can we go higher. Why do you want a wood building? They are more sustainable. They have higher fire safety ratings than steel and concrete. Reduce scale by 20%, achieve affordability.

Mr. Baylis: Waterfront puts out a bid, you win first stage of that. Question comes up about who owns non personal data, who owns it, Who should regulate?

A: we don't have a point of view. There are strong arguments for a variety of alternatives including independent body. We believe that it has to be subject to a democratic process. It is up to you to decide where that ought to be. We will live with it.

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: March 29, 2019 5:07 PM
To: Campbell, Glenn (INFC)
Cc: Boudreau, Marcia (INFC)
Subject: April-June workplan
Attachments: workplan Apr-June.docx

Hi Glenn,

As requested, attached is my initial cut at a 3-month workplan for April-June. I know you wanted this by c.o.b. so there may still be areas to round out, which I can continue to do as you consider this first draft. I hope it captures generally what you were looking for, including with respect to presentation and level of detail. I look forward to your feedback.

Nancy

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THREE-MONTH WORKPLAN (APRIL – JUNE) – WT TEAM

File area	Director Core Responsibilities	Actions/Activities	Timeframe
Toronto Waterfront Revitalization Initiative (TWRI)			
Quayside MIDP	• Manage INFC responsibilities as it relates to the draft Master Innovation and Development Plan (MIDP) for Quayside, including project planning, policy coordination and acting as the portal into the broader federal government	• Support ADM participation in upcoming policy briefings with WT (April 2nd, April 29th, May 14 (tbc), May 28 (tbc) • Prepare by early April a detailed workplan to ensure INFC and broader federal system is fully prepared for early June (tbc) release, to governments and the public, of the MIDP; (also include in workplan strategies and plans post-MIDP release, e.g., WT evaluation, federal approach to assessment, public engagement, etc) • Develop roster of implicated departments and key contacts for interdepartmental outreach • Initiate Director-level outreach and conduct bilateral briefings and interdepartmental meeting(s) to ensure shared understanding of WT and Quayside (e.g., WT101), with a view to striking an interdepartmental MIDP WG • Work with federal partners to identify potential policy and legislative implications for GoC of anticipated MIDP proposals • In collaboration with INFC Comms, lead development of a coordinated federal communications strategy, including aligned key messages, in preparation for the MIDP release • Ensure WT organizes technical briefing for government partners, including IGSC DMs/ADMs, and DM is adequately briefed and supported in advance of same • Prepare briefing notes, other supporting materials, for DM and MIN at key MIDP milestones between April-June, in advance of receiving MIDP	April - June
Policy	• Plan and direct policy research to support analysis of critical issues arising	• Development of multiple policy 2-pagers to inform analysis of anticipated proposals pertaining to MIDP pillars, in	April – May

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File area	Director Core Responsibilities	Actions/Activities	Timeframe
	from Quayside proposal, in collaboration with federal partners as appropriate • Lead focussed Director-level working group, with representation from ISED and INFC-SCC, to share updates and information, ensuring coordinated understanding of and policy alignment with respect to digital/data & privacy issues	coordination with other federal departments as required (e.g., data privacy, civic data trusts, IP, public infrastructure, affordable housing, energy efficiency) • WG meetings planned for end of April and May	(Ongoing)
Governance	• Lead federal representation on the Director-level TWRI Tri-Government Working Group that provides underlying support to federal, provincial and Toronto leadership oversight of and guidance to Waterfront Toronto (WT) • Lead preparation and coordination of comprehensive materials to support the Deputy Minister's participation on the tri-government Intergovernmental Steering Committee (IGSC) • Support broader federal oversight of WT, including through the WT Board of Directors • Support ADM participation in weekly calls with WT management	• Regular participation in bi-weekly WG calls • Lead input to and ensure INFC interests are appropriately reflected in proposed tri-government MOU with WT, scheduled to be tabled at next IGSC planned for May 31st • Work with WT and government partners on finalizing a coordinated workplan for responding to the ON Auditor General's 2018 report and recommendations regarding WT, with a view to tabling at the next IGSC • Provide advice and recommendations to the DM and Minister as it relates to the upcoming expiring terms of three federally-appointed WT board members, working in collaboration with INFC Cabinet Affairs and Legal services • Oversee preparation of agendas, key messages and relevant background materials for weekly bilateral ADM calls with WT	April-June (Ongoing)
Stakeholder relations	• Ongoing engagement with external stakeholders to strengthen relations and ensure full understanding of a broad range of perspectives regarding WT	• Attend and brief out on April and June meetings of the Digital Strategy Advisory Panel as part of informing broader team awareness of digital/data policy issues	April-June

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File area	Director Core Responsibilities	Actions/Activities	Timeframe
	initiatives and the Quayside project in particular	• Represent INFC at WT-organized Civic Labs and WT/SWL Public Roundtables (exact dates TBD), gathering intelligence to inform analyses and briefing out after each event	
GTAA Project Advisory Committee			
Public infrastructure and innovative finance	• Support DM participation on the multi-agency GTAA Project Advisory Committee (GTAA-PAC) • Represent IPI on GTAA-PAC Working Group that supports DMs	• Lead INFC input, as requested, into Wider Economic Benefits policy paper and other materials developed by or for the PAC WG; convey INFC interests at the May 2nd WG meeting; and brief out to ADM/DM following same • Ensure internal coordination and awareness across relevant areas of INFC of GTAA-PAC and WG developments, particularly as it may relate to public transit infrastructure • Initiate coordination with TC Director in advance of GTAA-PAC and related WG meetings in order to share information and align senior leadership briefings • Direct preparation of briefing and other materials for the June 4th GTAA-PAC DMs' meeting	April - May
Canada Infrastructure Bank			
Innovative finance	• Provide general management support to Senior Director and CIB team as needed	• Lead coordination of INFC input into a G20 Working Group exercise (creation of a database of publicly available information	
Corporate			
INFC Data Strategy Initiative	• On behalf of IPI, contribute to development of the internal Data Strategy Initiative through the INFC Data Strategy Committee	• Support committee goals to develop a coordinated approach to data governance, assess the data skills gap, assess IM/IT tools in INFC and develop a dataset inventory •	
Reporting	• Direct and coordinate IPI input into INFC annual corporate reporting activities and general responsibilities around transparency	• Contribute to and review for ADM approval any IPI responses to WT-related ATIP requests (presently addressing three requests due in April)	Ongoing
HR	• Lead team of [1] FTEs	• Expand policy capacity of team through onboarding of [1] additional FTE at the EC[-04] level	April-May

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File area	Director Core Responsibilities	Actions/Activities	Timeframe
		• Leverage internal IPI resources, where possible, to assist on preparations for and follow-up to MIDP release • Ensure beginning-of-year PMAs are complete and submitted	

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Edward Chalupka [redacted]@waterfrontoronto.ca>
Sent: March 29, 2019 4:10 PM
To: Faraday-Smith, Nancy (INFC); Campbell, Glenn (INFC); Tippins, Shawn (INFC); adam.redish@ontario.ca; Wendy Ren (wendy.ren@ontario.ca); Whitehead, Cam (MOI); David Stonehouse; [redacted]@toronto.ca
Cc: Meg Davis; Kristina Verner; Kevin Greene
Subject: April 2nd ADM Meeting
Attachments: ADM Meeting Agenda April 2, 2019.docx; WT ADM Briefing on Economic Development Proposal.pdf; Public Realm ADM 04.02.2019.pdf

Hello All –

Please find attached materials in advance of the ADM briefing to be held next Tuesday.

Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

WATERFRONToronto

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WATERFRONToronto

Quayside ADM Working Group
20 Bay St. Suite 1310
April 2, 2019
11:30 AM – 2:00 PM

In Camera - WT and Governments Only (11:30 – 11:45 AM)

1. Introductions/Welcome
2. Economic Development Part 1 – WT Update/Preliminary Analysis

Joint WT, Governments and SWL Session (11:45 AM – 12:30 PM)

3. Economic Development - SWL Presentation

In Camera - WT and Governments Only (12:30 – 1:15 PM)

4. Economic Development Part 2 – WT Update/Preliminary Analysis
5. Public Realm – WT Update/Preliminary Analysis

Joint WT, Governments and SWL Session (1:15 – 2:00 PM)

6. Public Realm - SWL Presentation

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Page(s) 208 to 242
are withheld
pursuant to paragraph
20(1)(b), 20(1)(c), 20(1)(d), 23, 21(1)(a) &
21(1)(b)
of the *Access to Information Act*

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La/les page(s) 208 à 242
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
20(1)(b), 20(1)(c), 20(1)(d), 23, 21(1)(a) &
21(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 16(2)

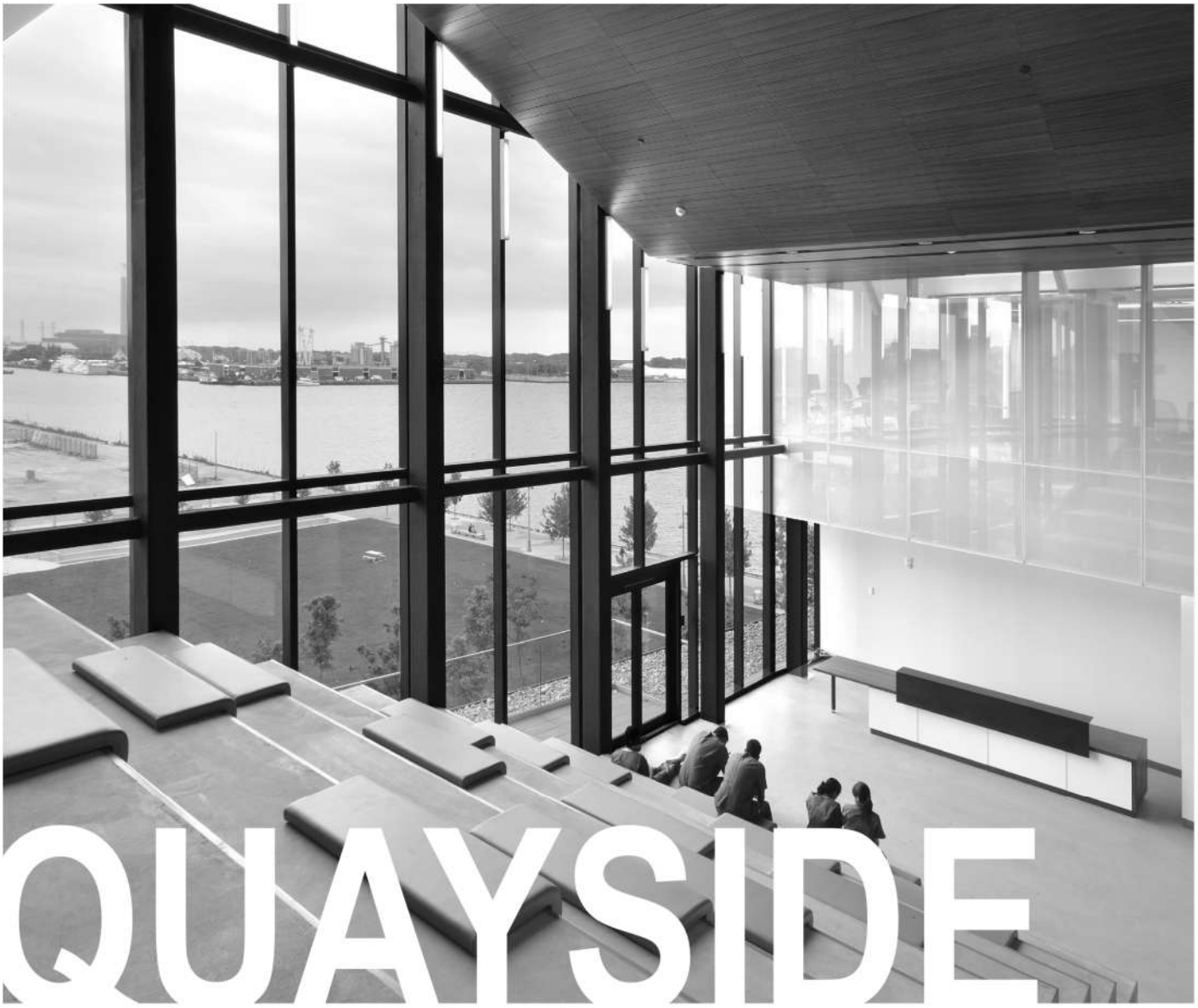
Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: March 22, 2019 9:54 AM
To: Zewede, Heywet (IC)
Subject: Pls print w: For Reference - RFP
Attachments: Quayside+Development+Opportunity+RFP.pdf

Glenn Campbell
[redacted]
613 941 0722 (w)

From: Kristina Verner
Sent: Friday, March 22, 2019 9:26 AM
To: Campbell, Glenn (INFC)
Subject: For Reference - RFP

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Request for Proposals
Innovation and Funding Partner for the Quayside Development Opportunity

RFP No.: 2017-13
Issued: March 17, 2017

Submission Deadline: April 27, 2017
2:00pm EST (Local Time)

WATERFRONTtoronto

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Glossary of Terms

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Guide to Reading This Document

Part A

Provides an introduction to the development opportunity, including a description of challenges to be addressed by the Partner, Project objectives and scope requirements.

Part B

Section 1 describes the Request for Proposal process, including how to submit and evaluation criteria.

Section 2 details the evaluation, negotiation and award process.

Section 3 sets out the terms and conditions of the RFP process.

Appendix A - General Background Information

Appendix B - Form of Agreement

Appendix C - RFP Particulars (Submission Requirements and Evaluation Criteria)

Appendix D - Submission Forms (attached as a separate file)

Glossary of Terms

The Electronic Data Room can be accessed by registering at:

www.quaysideTO.ca

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Part A

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I. Overview of the Opportunity

Waterfront Toronto is seeking a unique partner, one with invention ingrained in its culture, which can transform conventional business practices and help to establish a benchmark climate positive approach that will lead the world in city building practices.

Toronto stands at a crossroads. As a modern, connected and diverse global city, it is an increasingly attractive destination for investors, global talent and tourists. Its real estate market is among the most attractive and durable in North America. Its economy is robust, with financial services, information and communications technology, and film, television and digital production fueling continued growth. Newcomers are increasingly choosing to live and work in the booming downtown core, and, as the downtown experiences continued growth, its post-industrial waterfront is transforming into a compelling destination with vibrant public and cultural spaces, best-in-class technology infrastructure, and a range of high-quality housing options and commercial opportunities.

Even with its dynamism, Toronto faces chalenges that are familiar to other cities, such as:

- How do we build a more sustainable city in the face of climate change?
- How do we create places to live for people of all ages, abilities and incomes?
- How do we create jobs and prosperity, and support innovative new businesses?

Toronto's eastern waterfront, with more than 300 hectares (750 acres) of land subject to future revitalization (see **Figure 1**), presents a unique opportunity for governments, private enterprise, technology providers, investors and academic institutions to collaborate on these critical challenges and create a new global benchmark for sustainable, inclusive and accessible urban development. Our long-term aspiration for this vast area is to create vibrant, connected, climate-positive, resilient and prosperous communities.

The Toronto Waterfront Revitalization Corporation ("Waterfront Toronto") is seeking an Innovation and Funding Partner ("the Partner") that shares our aspirations and will help create and fund a globally-significant community that will showcase advanced technologies, building materials, sustainable practices and innovative business models that demonstrate pragmatic solutions toward climate positive urban development. The opportunity in this Request for Proposal ("RFP") is the Quayside Development (the Project), an approximate 4.9-hectare (12-acre) development site situated along Toronto's eastern waterfront (see **Figure 1**) and within walking distance of the vibrant central business district. Comprising sites owned primarily by Waterfront Toronto and the City of Toronto, as well as a privately-held pacel, the Project offers approximately 3.3 million square feet of development potential.

The Project is the pilot for which Waterfront Toronto and the Partner will establish a clear vision and action plan for creating a vibrant, climate-positive and prosperous community – one that will serve as a national and global model to encourage market transformation towards climate-positive city building. Waterfront Toronto considers that by achieving key objectives for the Project it may be beneficial to advance the solutions, processes and partnerships proven successful through the Project to subsequent developments on the eastern waterfront, as those lands become available to Waterfront Toronto (as per the established protocols with the City of Toronto). As the directing agency of the waterfront lands, Waterfront Toronto, therefore, reserves the right to do so. The extent to and the manner in which such successful solutions, processes and partnerships are carried forward into subsequent developments of the eastern waterfront could be affected by future applicable procurement policies and additional requirements of the City of Toronto or other funding authorities.

Please see **Appendix A** for additional background information on the flood protection work needed in order to unlock the development potential of the eastern waterfront and on the plans for other areas within the waterfront.

The Partner will work directly with Waterfront Toronto in the conceptualization, business planning and implementation stages of the Project (see

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Figure 1. Quayside and the Eastern Waterfront

Section VII Partner Scope and Deliverables). This includes identifying and defining the necessary technologies, infrastructure, strategies, measurable outcomes and downstream partners that will ensure the Project's success.

When complete, the Project is envisioned as a highly sustainable mixed-use, mixed-income neighbourhood, providing a range of housing types and amenities as well as addressing the need for mobility and accessibility. It will offer inclusive, high-quality living for people of all income levels and all stages of life. The Project will also afford a significant opportunity to generate prosperity by continuing to build the emerging economic clusters on the waterfront, including employers and job creators in the urban innovation and broader technology sectors. As part of a vibrant waterfront, the Project also has potential to accommodate diverse retail, commercial and institutional development, which may include academic and cultural centres.

Waterfront Toronto has an established track record for raising the bar on sustainability, inclusivity, urban design and innovation, and for developing precedent-setting, dynamic, mixed-use neighbourhoods with strong connections to adjacent communities. Our accomplishments include:

- 2.5 million square feet of development (completed or planned)
- Over 1,400 market residential units built, an additional 1,200 under construction
- 500 affordable housing units built, an additional 80 under construction
- 500-bed George Brown College student residence
- First large scale integrated market residential /affordable rental building in Toronto
- Privately-funded, fibre optic gigabit network across the waterfront
- 36.4 hectares (90 acres) of parks and public spaces
- First new streetcar line in Toronto in 16 years
- 28 km of critical municipal infrastructure
- Economic Impact - approximately $3.9 billion in economic output to the Canadian economy
- $10 billion+ of total market development value on and around the waterfront
- The waterfront is now part of Toronto's brand – a premier destination attracting visitors, investment and talent

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II. The Challenges

The context in which we are operating continues to change rapidly: Toronto is the fastest growing large metropolitan area in North America; the downtown core is adding more jobs and residents at a robust rate, and is expanding towards the waterfront; there is a backlog of critical urban infrastructure; government funding is constrained; new technologies are changing the employment market; housing is a challenge – particularly for working class families; climate change imperative is a reality that must be acknowledged; and, urban mobility is a growing challenge. As with all of Waterfront Toronto's projects, this Project is intended to address a number of these challenges, including:

1. Sustainability, Resiliency and Urban Innovation

Global warming is increasing as a result of human activity, and will continue to affect our communities in ways we cannot yet fully appreciate. The imperative to address climate change can no longer be ignored; reducing carbon emissions alone will not be enough to keep global warming from causing disruption to the earth's ecosystems. Studies show that carbon must now be removed from the atmosphere to keep warming to below 2° Celsius. Canada has recognized the importance of reducing its carbon footprint and has committed to achieving this goal. And, as cities around the world are working to better understand the necessary changes to design, planning, transit, infrastructure and technology needed to create more sustainable and livable cities, the Project offers a globally significant transformation opportunity that showcases innovative and sustainable approaches to development.

The Project will exemplify the behavioral and technological shifts necessary to keep the global average temperature rise to below two degrees Celsius. As a member of the C40 Climate Positive Development Program, Waterfront Toronto is targeting carbon emissions reductions to below zero (in other words, to be climate positive) by reducing emissions from buildings and other energy uses, waste and transportation, and by preserving and creating parks and green spaces. For further information on Waterfront Toronto policies, processes and aspirations in these specific challenge areas, please visit the Electronic Data Room.

The Project should emphasize resilience strategies, ensuring that buildings, infrastructure and communities are able to survive, adapt and thrive in response to a changing climate and in times of emergency. Progressive approaches to preserving and enhancing natural ecosystems, conserving resources, minimizing environmental impacts and reducing waste, should also be advanced as the area transforms.

In addition, the Project should reflect broader urban innovation, including technology-enabled, inclusive, connected communities. The Project will leverage the strength of existing world-class digital infrastructure within the waterfront to realize fully the benefits of emerging technologies – including but not limited to the Industrial Internet of Things ("IIoT"), analytics, and artificial intelligence ("AI") – to support data-informed decision-making for residents, visitors, investors, employers, and service providers.

Sustainability and resiliency are about more than just delivering a progressive environmental agenda; they are also about ensuring social and economic diversity, health and well-being, and future proofing our communities.

2. Complete Communities

Complete communities address the basic needs and enhance the quality of life for residents through comprehensive planning and design excellence, including providing for affordable and inclusive housing, convenient and efficient transit options, and integrated social and cultural amenities. Currently there are more than 177,000 people (or 82,000 households) on the waiting list for affordable rental housing in Toronto, yet less than 2,600 of these families are housed annually. As Toronto's downtown population continues to grow faster than the rest of the city, providing housing for residents of all income levels is a priority. Waterfront Toronto has a mandate to increase the city's supply of affordable housing by setting aside sufficient land to accommodate 20 percent of new residential units as Affordable Rental Housing (based on Canada Mortgage and Housing Corporation ("CMHC") average market rent for Toronto). These units are delivered entirely

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with government funding. With the City of Toronto, Waterfront Toronto will deliver between 500 and 800 units of Affordable Rental Housing through the Project; however, this does not fully address the challenge. There remains a very significant need for moderately priced, purpose-built rental housing for those who cannot afford to purchase a home in downtown Toronto. New business and financial models are needed from both the public and private sectors to support the delivery of this housing. It is envisioned that Waterfront Toronto and the Partner will work together to identify progressive solutions to deliver high-quality, moderately priced, purpose-built rental housing in the Project.

In the past, development along the western waterfront has primarily produced private condominiums. The Project is an opportunity to create a mixed-use, mixed-income neighbourhood with vibrant, diverse and inclusive community amenities, such as cultural and social spaces, and access to technology and services that support learning and development. The waterfront also needs to be an animated place where people come to spend time year-round. Through beautifully designed public spaces, compelling cultural amenities, innovative solutions, active programing, and integrated transportation and mobility infrastructure, the waterfront will become a vibrant place to live, learn, work and visit.

3. Economic Development and Prosperity

A primary objective of waterfront revitalization is to deliver key economic and social benefits that enable Toronto to compete effectively with other top-tier global cities for investment, jobs and talent. The Project will further Waterfront Toronto's employment and economic development objectives by providing an environment in which an urban innovation cluster can be established and thrive. Demonstration spaces, project testbeds, and industry-academic partnerships will be leveraged to accelerate the growth of this important cluster. The activities within the Project will be complementary to the adjacent innovation ecosystem to help create opportunities for job creation, entrepreneurial enterprise and the growth of established industries. Through this RFP, Waterfront Toronto will join with a forward thinking, innovative Partner to address these challenges.

4. Limited Government Funding Requires Innovative Business Models

Government funding is constrained and there exists a large list of competing infrastructure projects. In collaboration with the private, public and not-for-profit sectors, Waterfront Toronto must seek out new and innovative partnerships, funding and investment models that enable our projects, address our goals and recognize and mitigate diminishing government funds.

Through this RFP, Waterfront Toronto will join with a forward thinking, innovative Partner to address these challenges.

III. Project Objectives

To address the challenges in **Section 2** above, the Project will build on Waterfront Toronto's success by advancing ambitious, high-level objectives, including:

1. Sustainability, Resiliency and Urban Innovation

Create a globally significant demonstration project that advances a new market model for climate-positive urban developments. Pilot, on a large scale, leading sustainability and resiliency practices that address local, national and global carbon emission reduction targets. Incorporate technology advancements that enhance efficiencies and improve the overall quality of life for citizens, employees, students and visitors to the area;

2. Complete Communities

Establish a complete community that emphasizes quality of place, and provides a range of housing types for families of all sizes and income levels within a robust mix of uses, including public open space, culture, recreation, vibrant retail, education-related activities and offices;

3. Economic Development and Prosperity

Provide a testbed for Canada's cleantech, building materials and broader innovation-driven sectors to support their growth and competitiveness in global markets; and

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4. Partnership and Investment

Develop a new partnership model that ensures a solid financial foundation, manages financial risk and secures revenue that funds future phases of waterfront revitalization.

IV. Team

In setting objectives for this Project, two global firms (which, together with Waterfront Toronto and its other consultants, comprise the "Team") were engaged through a competitive process to support

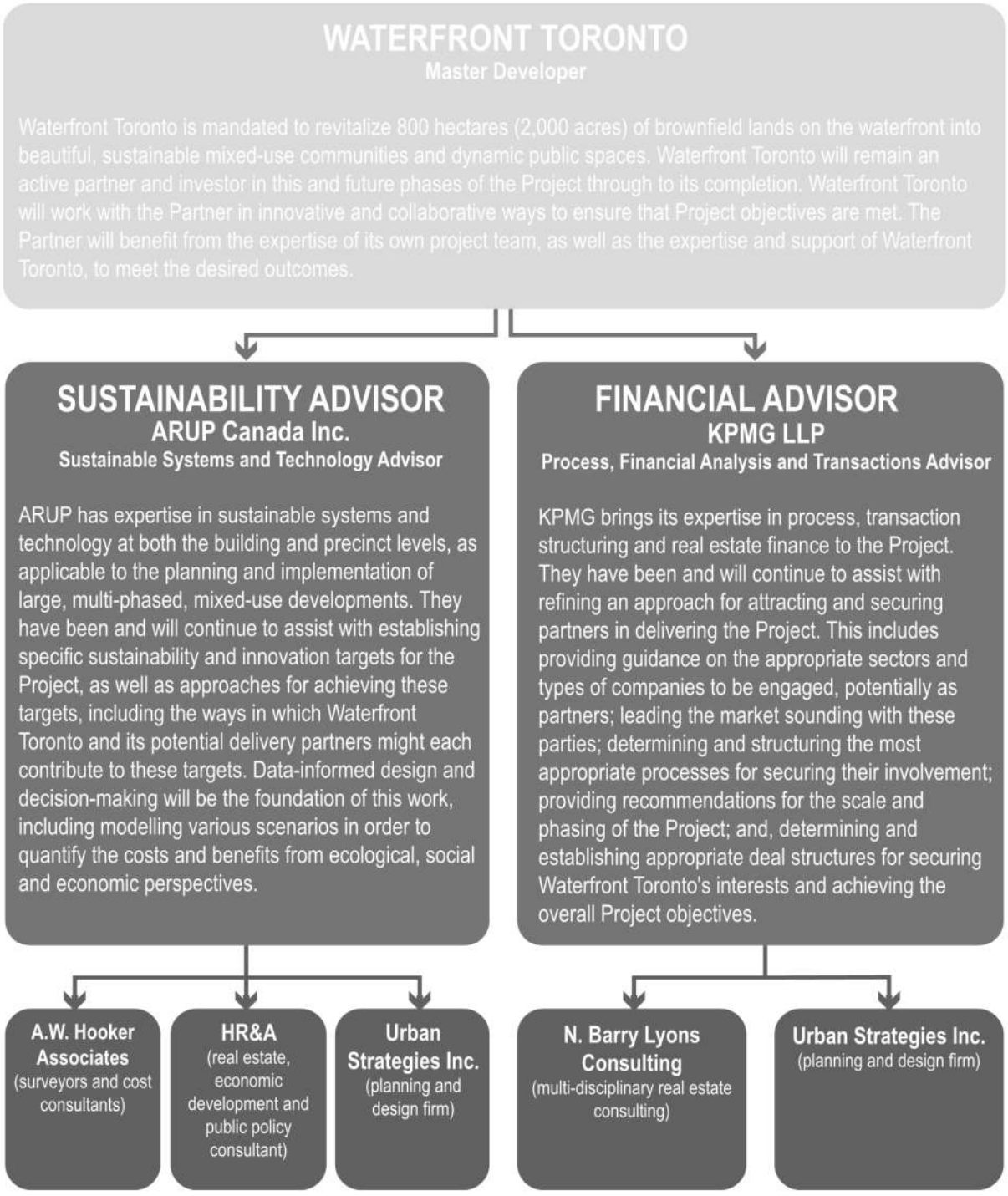


Figure 2. Team Composition

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Waterfront Toronto and the Innovation and Funding Partner throughout the Project. These firms are not permitted to be included as members of bid teams since they are already engaged. Once the Partner has been selected, the scope of effort of each of these firms will be reviewed and adjusted accordingly.

In the event that Waterfront Toronto and the Partner identify areas where expertise is required to augment the Team, a joint procurement effort will be undertaken to secure the necessary resources.

V. Future RFPs

Through this RFP, Waterfront Toronto is seeking a world-leading urban innovation and funding partner to help create and fund a globally significant community that will showcase advanced technologies, building materials, sustainable practices and innovative business models and that achieves the objectives summarized in Section III. This Partner could be an individual organization, or in the form of a joint venture, consortium, or other legal arrangement ("Joint Venture or Consortium"). At this stage in the process we are not seeking traditional real estate developers for the vertical development opportunities.

As illustrated in **Figure 3**, this is the first in a series of RFPs for the Project, the next steps of which we envision to include Waterfront Toronto and the Partner, jointly:

1. Undertaking broad market engagement to secure infrastructure design and delivery partners for critical infrastructure elements. This may include working with multiple sectors and industries who are involved with various aspects of designing and delivering sustainable communities; including technology and systems firms, utilities, transit authorities, lenders, materials suppliers, constructors, and others who are active in the infrastructure development process; followed by,
2. Engaging innovative real estate development teams with the vision, capacity, and commitment to deliver a distinctive and ambitious, mixed-use community that is consistent with Waterfront Toronto's high design and performance standards, and aligned with the vision and objectives of the Project.

For solution areas where the Partner has technologies or methodologies that could benefit the Project, a review process will be enacted wherein Waterfront Toronto can be assured of the degree of innovation and the cost-competitive nature of the Partner's proposed solutions prior to the initiation of additional downstream procurement processes.

The partnering structures and governance will be clarified at each stage as the Project progresses and as new participants are added to the delivery ecosystem.

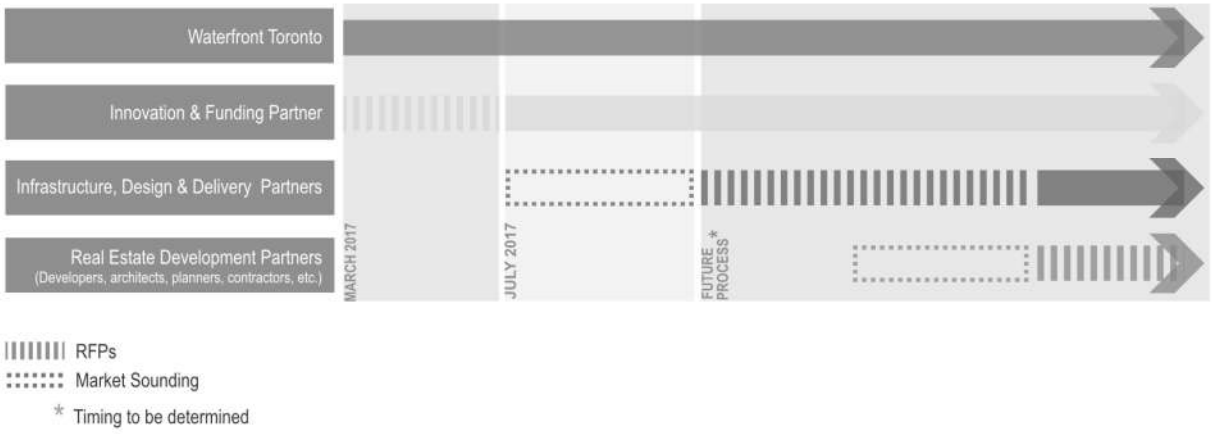


Figure 3. Phases of RFPs

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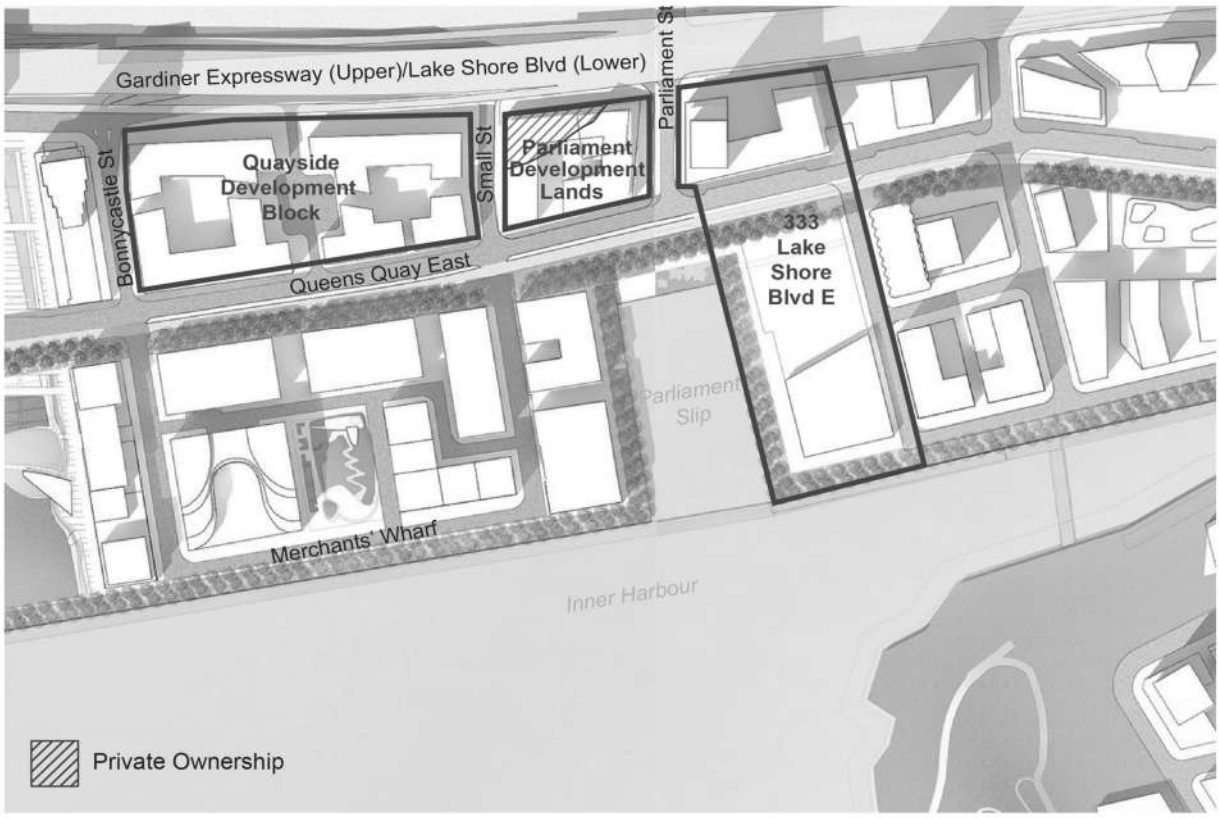


Figure 4. Development Blocks

VI. The Subject Lands and Their Context

As depicted in **Figure 4**, the Project area is comprised of three primary sites located along Queens Quay East: the Quayside Development Lands, the Parliament Development Lands and 333 Lakeshore Boulevard East. Basic information regarding each site is provided below. More specific details for each site, including zoning permissions, are available in the Electronic Data Room.

The provision of light rail transit ("LRT") in a dedicated right-of-way, as part of a revitalized Queens Quay, has been approved through a Class Environmental Assessment (available in the Electronic Data Room) and will ultimately connect the eastern waterfront to the downtown core. Waterfront Toronto is actively pursuing funding options to extend the LRT along Queens Quay East, including private sector contributions and a phased implementation plan that could include interim bus rapid transit (BRT).

Quayside Development Block (Quayside) (1.8 hectares/4.5 acres)

The Quayside Development Block includes all the land between Bonnycastle Street and Small Street, and Lake Shore Boulevard East and Queens Quay East. These lands are owned by Waterfront Toronto and currently house three low-rise industrial buildings as well as ancillary parking. It is intended that the future developers will be responsible for removing existing structures, as part of the redevelopment plans.

The by-law in effect for The Quayside Development Block restricts the built form and is not prescriptive with regard to allowable gross floor area. However, a built form analysis results in an estimated mixed-use gross floor area of approximately 1.75 million square feet.

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Figure 5. The Subject Lands - Current Configuration

Parliament Development Lands (0.6 hectares/1.5 acres)

Figure 5 shows the current configuration of the subject lands and the condition of the road network in this area. Currently, Parliament Street connects with Queens Quay East by running diagonally across the future Parliament Development Lands. The Parliament Development Lands will be created by the future realignment of Parliament Street south of Lake Shore Boulevard East and the extension of Queens Quay East across the north end of the Parliament slip (see **Figure 4**).

Waterfront Toronto has begun the planning and design for the realigned Parliament Street and the extension of Queens Quay East. This work will ultimately provide municipal services and utility infrastructure for the Parliament Development Lands and 333 Lake Shore Boulevard East.

These development lands comprise a number of land parcels, most of which are owned by the City of Toronto or Toronto Port Lands Company (TPLC), a City agency, with the exception of 307 Lake Shore Boulevard East which is privately owned and houses a two-storey office building. The maximum mixed-use gross floor area permitted by the draft by-law for the publicly-owned lands is 425,000 square feet and for the privately-owned lands is 82,800 square feet. As a merged development site, the maximum mixed-use gross floor area permitted by the draft by-law is 574,000 square feet. City staff have been consulted regarding the inclusion of the lands owned by the City and TPLC in this RFP. In the future, when development partners are being sought for the vertical development, the disposition of the publicly-ownded lands will require City Council approval.

333 Lake Shore Boulevard East (2.4 hectares/6.0 acres)

This vacant lot is owned by Waterfront Toronto and is currently used for parking. The draft by-law for 333 Lake Shore Boulevard East restricts the maximum mixed-use gross floor area to approximately 930,000 square feet.

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The Project area is part of the East Bayfront and Keating Channel precincts. Precinct plans for both areas were developed by Waterfront Toronto and endorsed by Toronto City Council and established a vision for mixed-use communities. Please refer to **Appendix A** for additional information related to the precinct plans and development currently underway, zoning, municipal services and utility infrastructure and community amenities.

VII. Partner Scope & Deliverables

Waterfront Toronto's goal is to establish the Project as a globally significant mixed-use community – one that will showcase advanced technologies, building materials and innovative funding strategies – encouraging market transformation towards climate-positive urban development. The Project will serve as an exemplary waterfront community that achieves precedent-setting standards of sustainability, resiliency, innovation, inclusivity and design excellence. The challenges identified in **Section II** and the objectives identified in **Section III** above, have informed the Partner Scope and Deliverables, which are described below. Waterfront Toronto will engage with the Partner to further refine and validate these objectives, and launch the necessary downstream delivery processes.

1. Vision

Together, Waterfront Toronto and the Partner will create a strong and compelling vision that guides the transformative impact of the Project on a local, national and global scale. We will identify and define the necessary technologies, infrastructure, strategies, measurable outcomes and downstream partners that will ensure the delivery of a globally significant demonstration project that addresses the challenges identified in **Section II**, which are:

- Sustainability, Resiliency and Urban Innovation
- Complete Communities
- Economic Development and Prosperity

The Project is intended to be a pilot environment for the broader eastern waterfront revitalization. Technologies, approaches and partners that are deemed to be successful in the Project may be integrated as appropriate in future phases as discussed in **Section I.** The co-creation of the guiding vision will inform how Project successes may be scaled elsewhere on the waterfront.

The Partner will work with Waterfront Toronto on the following key deliverables as they relate to the overall vision:

- Review and refine the work undertaken by the Team. Waterfront Toronto and the Partner will then further engage the Team to finalize the goals for the Project as they relate to financial, sustainability and innovation objectives.
- Create the overall vision and goals for the Project with the Team. This will include, but not be limited to, deep-dive workshops, industry consultations, additional market sounding and community engagement efforts as appropriate.
- Define measurable outcomes for the Project, including the necessary Key Performance Indicators ("KPI's") and measurement techniques to evaluate success.
- Analyze and articulate the potential risks and viability of implementing the vision.
- Identify potential barriers to implementation and assist in preparing the necessary mitigation strategies to overcome those barriers.
- Evaluate feasibility to transfer best practices and lessons learned from the Project to future developments and other jurisdictions as an exemplar of best practices and breakthrough solutions of global significance.
- Identify and engage additional potential partners in downstream opportunities as they relate to investment, horizontal infrastructure development and vertical development opportunities.
- Collaborate on developing strategies, tactics and methodologies for establishing and promoting ongoing thought leadership related to the Project and its objectives.
- Create a clear, compelling vision statement

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and communications materials that will be shared with stakeholders and potential additional participants in the Project.

- Support and collaborate with Waterfront Toronto, which will serve as the communications lead, to ensure the significance of the Project and its desired outcomes are effectively communicated.
- Provide financial support and required materials for community and stakeholder engagement undertakings. The Partner will be an active contributor in these discussions.

2. Sustainability, Resilience and Urban Innovation

Waterfront Toronto's Resilience and Innovation Framework, which is nearing completion and will supersede the current Sustainability Framework, provides the overarching corporate policy on sustainability and presents a roadmap to guide the transformation of the waterfront into sustainable communities.

The Partner will work with Waterfront Toronto to assess and confirm that the solutions and technologies proposed by Arup will help create a sustainable community (striving to achieve a climate positive outcome), and help to meet the carbon reduction targets of all three orders of government (Government of Canada, Province of Ontario, City of Toronto):

- Conduct a thorough economic and technical critical analysis of the solutions and technologies recommended by Arup to achieve our climate positive objectives for the Project. This review should also include alternative and additional technologies for consideration, as appropriate, which will then be factored into the evolved models and projections prepared by Arup.
- Refine the sustainability objectives, strategies and targets for the Project. In addition to the work already completed, specific efforts will be taken to identify the potential roadmap for these solutions to be included in future phases of eastern waterfront revitalization.
- Define an approach to delivering the confirmed carbon reduction strategies, solutions and technologies, including a schedule/phasing plan (including, but not limited to energy, transportation, waste, materials and water) to support the overall objectives of the Project as they relate to Waterfront Toronto's broader revitalization mandate.
- Contribute appropriate financial resources and/or solution components to support building and district level solutions for the eastern waterfront including pilot projects that demonstrate innovative, emerging technologies.

In addition, the Partner will help refine and update Waterfront Toronto's Minimum Green Building Requirements to ensure that they reflect the principles of our Resiliency and Innovation Framework, and support the aspirations for the Project and future phases of revitalization.

3. Complete Communities

The Partner will work with Waterfront Toronto to make the Project a global benchmark for complete communities. This includes the overall enhancement of quality of life through mixed-income and inclusive housing, convenient and efficient transit options, and integrated social, cultural amenities and high quality design of buildings and public realm.

(a) Mixed-Income and Affordable Housing

The Partner and Waterfront Toronto will explore and create a development model that leverages the strong demand for market condominiums and rental housing to deliver enhanced affordable housing options and mitigate housing inequality. As outlined in **Section II**, Waterfront Toronto has a mandate to set aside sufficient land to accommodate 20 percent of residential units as Affordable Rental Housing. We anticipate the Project can achieve a broader mix of housing affordability beyond this mandate. The Partner will work with Waterfront Toronto to:

- Develop a viable and implementable delivery model for additional mixed-income housing,

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particularly moderately-priced workforce rental housing that engages the private sector and requires minimal government funding.

- Explore using new smart technologies, building systems, materials and design approaches that can help lower the cost of construction, utilities and operations, while advancing our low carbon/climate positive objectives.
- Identify financing strategies for a pilot mixed-income housing development that integrates market rate, workforce and Affordable Rental Housing units.
- The Partner will support Waterfront Toronto as it champions this model with governments.

(b) Transit

The Partner will actively participate in planning and securing funding for integrated transit solutions and the related public realm together with Waterfront Toronto and in partnership with other landowners and developers in the Bay Street to Cherry Street corridor.

- Assist in developing a viable and implementable model for sustainable transit along the eastern waterfront into the Port Lands that can be supported by a combination of government and private sector funding.
- Assist in championing this model with governments and approval agencies having jurisdiction over transit delivery.
- Contribute appropriate financial resources and/or solution components to support transit solutions for the eastern waterfront including pilot projects that demonstrate innovative, emerging transit technologies.

(c) Amenities

The Partner will work with Waterfront Toronto to identify appropriate and required retail, cultural and community amenities for the Project and adjacent precincts to ensure the creation of a vibrant complete community.

(d) Design

The Partner and Waterfront Toronto will work together to achieve new standards for architecture and the public realm that leverage Waterfront Toronto's history as a leader in delivering quality of place and high impact designs that attract creative talent and increase overall project value. The partner will work with Waterfront Toronto to ensure an integrated design process is used to deliver sustainable technology that includes innovative building design and architectural expression.

4. Economic Development & Prosperity

The Partner will work with Waterfront Toronto to achieve Waterfront Toronto's economic development objectives, including creating and attracting talent to knowledge-based jobs within the precinct to support the burgeoning innovation corridor in the eastern waterfront. The Project will serve as a testbed for Canada's cleantech and urban innovation clusters. These efforts will include attracting industry (including social enterprises), investment and academic partners to the Project and adjacent waterfront neighbourhoods.

To achieve these objectives the Partner will work closely with Waterfront Toronto to:

- Identify and engage institutions locally, nationally and internationally as long-term partners in the Project. This will include applied research opportunities as well as developing physical and virtual campuses, as appropriate.
- Identify, engage and evaluate entrepreneurial companies that are developing new technologies consistent with delivering the goals and objectives of the Project.
- Create the requirements for an urban innovation collaboration and innovation space with the appropriate programming and partners (including industry and academia) within the Project. This will include developing a full business plan for this environment, and may include outreach to additional public and private stakeholders to secure the necessary capital.
- Assess the viability of creating a catalyst fund that will invest in emerging companies that are engaged in the Project to assist them in overcoming barriers to scaling up. If

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such a fund is deemed to be of significance and viable, work with Waterfront Toronto to identify and secure funders and design the framework for delivery.

- Create the required governance constructs to stimulate the growth of an urban innovation cluster, including legal frameworks (e.g. Intellectual Property, privacy, data sharing), financial considerations (including investment opportunities and revenue sharing expectations), deployment testbeds and project monitoring (KPI's, reporting requirements and tools to capture data).

5. Business Case and Financial Requirements

The Innovation Partner will work with Waterfront Toronto to develop a legal structure and business case for the Project that outlines requirements for working capital, long-term investment and the distribution of Project profits.

(a) Legal Structure

Waterfront Toronto and the Partner will develop a legal structure for the partnership between the two entities needed to deliver the Project. This will require, among other things, that Waterfront Toronto and the Partner:

- Work with legal advisors to identify and confirm the roles and responsibilities.
- Identify and confirm the required legal structure and agreements necessary to implement the partnership.
- Identify how risks and benefits will be shared amongst the Partner, Waterfront Toronto and its stakeholders while managing risk to Waterfront Toronto.
- Identify how disagreements will be managed and resolved between the parties.
- Identify guiding principles and governance factors required for brining on additional partners downstream.

(b) Business Case

Supported by the team, Waterfront Toronto and the Partner will develop a viable business case for the Project, including:

- Develop a phasing and costing plan for traditional and innovative infrastructure.
- Develop a land use program to include a mix of uses, including residential (condominium and rental), commercial, academic, retail and cultural uses.
- Create a roll-out plan for the program, including considerations of market absorption and land disposition.
- Build a financial model that considers costs, revenues, funding and financing to deliver the Project.
- Identify risks and hurdles to the Project implementation.

(c) Investment Strategy

Working with the Team, Waterfront Toronto and the Partner will lead the development of an investment strategy for the Project. The strategy will address:

- Investment by the Partner in the required pre-development research, as well as financial investment to develop the infrastructure and physical site. Information about Waterfront Toronto's corporate and financial obligations and timing will be provided to the selected Proponents.
- A budget for working capital requirements to prepare the business case and deliver municipal approvals for the Project, based on the phasing requirements.
- The percentage of the working capital requirement the Partner would fund and what would be expected of Waterfront Toronto and its government shareholders.
- The Partner's capacity and commitment to fund long-term investments in infrastructure and pilot projects.

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- Land revenues and the timing of payments to Waterfront Toronto, or other sources of revenue as proposed by the Partner.
- Ownership and sharing of intellectual property resulting from the Project.

VIII. Potential Benefits to the Partner

(a) Access to an unparalleled testbed environment in a North American context

The scale of the Project represents a truly transformative opportunity to showcase advanced technologies, building materials, sustainable practices and innovative business models that demonstrate pragmatic solutions to climate positive urban development. This Project provides the environment to prove new solutions that may potentially be integrated into broader eastern waterfront revitalization efforts.

(b) Global Marketing/Recognition

The Quayside Development Opportunity and eastern waterfront revitalization efforts are projects of unprecedented scope nationally. The Project has the potential to provide significant marketing uplift in terms of earned media for both Waterfront Toronto and the Partner.

(c) Alignment with a trusted agency as an execution and co-creation partner

Waterfront Toronto has over a decade of experience in delivering projects that realize the opportunity of Toronto's waterfront. These projects have been globally recognized as leading exemplars across disciplines that range from design excellence to sustainability and innovation. Waterfront Toronto's commitment to transparency at every stage of the revitalization has earned great trust with the surrounding community and stakeholder organizations, which will be invaluable to the success of the Project.

(d) Financial Opportunities

The Partner has the opportunity to participate in traditional financial/revenue benefits from real estate transactions as they become available. In addition, we foresee significant revenue generation and sharing potential from the Intellectual Property (IP) derived from Project.

Please refer to **Appendix A** for additional background information related to Waterfront Toronto's vision and approach to strategic revitalization.

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Part B

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1. Invitation & Submission Instructions

1.1 Invitation to Proponents

This RFP is an invitation by Waterfront Toronto to prospective firms to submit proposals for the Quayside Innovation and Funding Partner Project, as further described in **Part A** of this document.

Through this RFP, Waterfront Toronto plans to select a firm (referred to as the "Partner") with the vision, experience, and capacity to help create and fund a globally significant community that achieves the objectives summarized in **Part A**. Waterfront Toronto's aspiration is that the Partner will work with Waterfront Toronto as a co-master developer for the Project as a first step towards the longer-term vision for the broader eastern waterfront revitalization. Together, Waterfront Toronto and the Partner will engage the market more broadly to secure infrastructure design and delivery partners for the Project. Once the vision and infrastructure elements of the Project have been defined, Waterfront Toronto and the Partner will look to the development industry to engage creative development teams with the vision, capacity, and commitment to deliver a distinctive, family-oriented, mixed-use community.

This RFP process is open to all interested firms (hereinafter called “Proponents”) with the required experience, qualifications and resources, as further described below.

Any firm or team having proven expertise in all of the required disciplines set out in the preceding Part A is eligible to respond to this RFP.

If the lead firm and/or any Joint Venture or Consortium on any given team intends to participate on another team in any capacity, it must disclose to those other team(s) that it intends to participate as a lead firm as well as a sub-contractor to those team(s); and must also provide evidence of this disclosure to Waterfront Toronto. Any sub-contractors that are not the lead firm or a Joint Venture or Consortium may participate on multiple teams without this disclosure.

Waterfront Toronto intends to identify one (1) successful Proponent to undertake this Project, according to the specifications more fully described below.

1.2 RFP Timetable



An **OPTIONAL** briefing session will be held at Waterfront Toronto’s office on the date above. Proponents who are interested in attending this briefing session should notify Waterfront Toronto immediately by email at:

quayside@waterfrontoronto.ca

All selected Proponents are required to make themselves available during the timeframe of commercially confidential meetings/concurrent negotiations, as listed in the timetable above.

The RFP timetable may be changed by Waterfront Toronto at any time. For greater clarity, business days means all days that Waterfront Toronto is open for business.

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1.3 Process Manager (RFP Contact)

Waterfront Toronto's Process Manager is the "RFP Contact" of this RFP process:

Betty Leung, Procurement Manager
Email: quayside@waterfrontoronto.ca

Any Proponent enquiries regarding this RFP should be submitted **by email** no later than the date set out above as the Recommended Deadline for Questions, referencing in the subject line the RFP name and number indicated on the front page of this RFP. Questions submitted to anyone other than the Process Manager, or by any means other than email in accordance with the instructions set out herein will not be answered.

Waterfront Toronto may, at its sole discretion, respond to such questions directly, if they pertain to simple administrative matters. With respect to all other questions, Waterfront Toronto will circulate questions and answers publicly according to the procedure described below (**Section 1.5 Addenda**).

To ensure that Waterfront Toronto's procurement process is fair, open and transparent to all Proponents, there shall be no communication between Waterfront Toronto, its consultants or contractors and the Proponents except through the RFP Contact noted above. This **blackout period** is for the period of time immediately following the release of this RFP until the final award of a contract in accordance with its terms. As is more fully explained in **Section 3.4.5 No Lobbying**, lobbying any public official in relation to the RFP during the procurement process will not be permitted and may result in disqualification.

1.4 Electronic Data Room/ Background Materials

Proponents intending to respond to this RFP must register on the RFP Website at www.quaysideTO.ca in order to receive access to the Electronic Data Room. The information and documentation included in the Electronic Data Room and the Proponents' use thereof is subject in all respects to the confidentiality provisions set out in the RFP, including, without limitation, **Section 3.5 Confidential Information** of this RFP.

1.5 Addenda

Waterfront Toronto may amend the RFP at any time, and will issue any amendments to the RFP by addenda only. No other statement, whether verbal or written, made by Waterfront Toronto or its representatives, will alter the requirements of the RFP. Proponents shall not rely on any information or instructions from Waterfront Toronto or its representatives except as stated in the RFP and any addenda that may be issued.

Addenda will be posted on Waterfront Toronto's Data Room, at: www.quaysideTO.ca. Proponents are therefore required to visit Waterfront Toronto's website regularly to receive any and all addenda.

The following procedure shall apply to Proponents when submitting questions or requests for information to Waterfront Toronto during the RFP Process:

1. Proponents are permitted to submit labelled questions categorized as follows:

    a. Questions that are of general application and that would apply to other Proponents ("General Questions"); and

    b. Questions that the Proponent considers to be commercially sensitive or confidential to that particular Proponent ("Confidential Questions").

2. If Waterfront Toronto agrees with the Proponent's categorization of a Confidential Question, then Waterfront Toronto will provide a response to that question to only the Proponent that submitted the question.

3. If Waterfront Toronto disagrees with the Proponent's categorization of a question as a Confidential Question, Waterfront Toronto will give the Proponent an opportunity to either re-categorize the question as a General Question or to withdraw the question.

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4. If Waterfront Toronto determines, in its sole discretion, that a Confidential Question, even if it is withdrawn by the Proponent, is of general application or would provide a significant clarification of the RFP Documents or RFP Process to Proponents, Waterfront Toronto may issue a clarification to Proponents that deals with the same subject matter as the withdrawn Confidential Question.

5. Responses to questions prepared and circulated by Waterfront Toronto are not RFP Documents and do not amend the RFP Documents. If, in Waterfront Toronto's sole discretion, responses to questions require an amendment to the RFP Documents, such amendment will be prepared and circulated. Only a response to a question that has been incorporated into or issued as an Addendum will modify or amend the RFP Documents and, otherwise, responses to questions will have no force or effect whatsoever and shall not be relied upon by any Proponent.

6. Waterfront Toronto is not bound by any oral communications, nor may any reliance be placed on any oral responses.

7. If Waterfront Toronto gives verbal answers to any question(s) posed at a briefing session or in any other forum, any answer provided will not be considered to be final unless and until a written answer is provided via addenda.

8. Waterfront Toronto reserves the right to answer similar questions from various Proponents once, to edit the language of the questions for the purposes of clarity, and to not respond to questions if Waterfront Toronto considers, in its sole discretion, the questions to be ambiguous or incomprehensible.

9. Waterfront Toronto is not responsible in any way whatsoever for any misunderstanding by any Proponent or Proponent Team Member of the RFP Documents, background information, responses to questions, any documents placed in the Electronic Data Room or any other type of information provided by or communication made by Waterfront Toronto.

1.6 Submission of Proposals

1.6.1 Prescribed Location

Proposals must be submitted at:

ATTN: Betty Leung, Procurement Manager

RFP #2017-13: Innovation and Funding Partner for the Quayside Development Opportunity

Waterfront Toronto
20 Bay Street, Suite 1310
Toronto, Ontario, M5J 2N8

1.6.2 Submission Deadline

Proposals will be received at the location set out above on or before the Submission Deadline. Submission of proposals by fax, email or other electronic means will not be accepted.

Proposals submitted after the Submission Deadline will not be accepted by Waterfront Toronto and will be returned unopened to the Proponent.
If there are any questions about submission, they should be asked in advance of the Deadline for Questions.

1.6.3 Prescribed Format

Proponents should submit **twenty-five (25) hard copies** of their proposal and **one (1) electronic copy** on USB key. If there is a conflict or inconsistency between the hard copy and the electronic copy of the proposal, the hard copy of the proposal will prevail. Proposals should be submitted in a **sealed package prominently marked with the RFP title and number** (see RFP cover), with the full legal name and return address of the Proponent.

Proposals should be on 8.5" x 11" size paper. Please use a font no smaller than 10 point. Multimedia materials / digital assets, including any audio, video or large format materials must be provided on t**wenty-five (25) USB drives** containing only those assets.

Each proposal submission must include the Mandatory Submission and Technical Requirements set out in **Appendix C (RFP Particulars), Parts A and B**, and should address all suggested content for evaluation set out in **Appendix C, Part C (Rated Criteria)**.

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Proponents must submit their Financial Strength of the Firm requirements in a **sealed envelope**, so that the forms, and the financial information they include, are separated from the rest of the proposal. It is permissible for the sealed envelope to be delivered to Waterfront Toronto in the same package that contains the rest of the proposal.

1.6.4 Amendment of Proposals

Proponents may amend their proposals prior to the Submission Deadline by sending an email to: **quayside@waterfrontoronto.ca** indicating the intent and who will be coming to Waterfront Toronto to pick up the proposal package to be replaced (the personnel must bring identification). Or, Proponents can advise Waterfront Toronto to shred the original proposal package once the replacement proposal package has arrived.

Proponents must resubmit their proposal package prior to the Submission Deadline in accordance with the submission instructions above.

1.6.5 Withdrawal of Proposals

At any time throughout the RFP process until the execution of a written agreement for provision of the Partner Scope and Deliverables, a Proponent may withdraw a submitted proposal. To withdraw a proposal, a notice of withdrawal must be sent to the RFP Contact and must be signed by an authorized representative of the Proponent. Waterfront Toronto is under no obligation to return withdrawn proposals.

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2. Evaluation, Negotiation and Award

2.1 Stages of Evaluation and Negotiation

Waterfront Toronto will conduct the evaluation of proposals and negotiations in the following stages:

2.2 Stage I – Mandatory Submission Requirements

Stage I will consist of a review to determine which proposals comply with all of the mandatory submission requirements. If a proposal fails to satisfy all of the mandatory submission requirements, Waterfront Toronto will issue the Proponent a rectification notice identifying the deficiencies and providing the Proponent an opportunity to rectify the deficiencies.

If the Proponent fails to satisfy the mandatory submission requirements within the Rectification Period, its proposal will be excluded from further consideration. The Rectification Period will begin to run from the date and time that Waterfront Toronto issues a rectification notice to the Proponent. The mandatory submission requirements are set out in **Appendix C (RFP Particulars), Part A (Mandatory Submission Requirements)**.

2.3 Stage II – Evaluation of Technical Proposal

2.3.1 Mandatory Technical Requirements

Waterfront Toronto will review the proposals to determine whether the mandatory technical requirements as set out in **Appendix C (RFP Particulars), Part B (Mandatory Technical Requirements)** have been met. Questions or queries on the part of Waterfront Toronto as to whether a proposal has met the mandatory technical requirements will be subject to the verification and clarification process set out in **Section 3**.

2.3.2 Rated Criteria

Waterfront Toronto will evaluate each compliant proposal on the basis of the rated criteria as set out in **Appendix C (RFP Particulars), Part C.1 (Initial Evaluation Criteria)**.

2.3.3 Possible Clarifications and Interviews

This stage of the evaluation may include written requests for clarification from any or all Proponents and Waterfront Toronto may invite any or all Proponents to participate in an interview to discuss and clarify the details of their proposal. Information received through written clarifications and/or interviews, if any, will be considered in the evaluation and scoring of the rated criteria.

2.4 Stage III – Evaluation of Financial Capacity

Stage III will consist of a pass/fail evaluation of the financial capacity of the lead Proponent of each qualified proposal in accordance with the financial proposal evaluation criteria set out in **Appendix C (RFP Particulars), Part C (Rated Criteria)**. Only proposals that pass Stage III will move onto Stage IV of the evaluation.

2.5 Stage IV – Concurrent Negotiations and Best and Final Offer ("BAFO")

2.5.1 Initial Ranking of Proponents

All scores from Stage II will be added together and the Proponents will be initially ranked based on their total scores.

2.5.2 Concurrent Negotiations and BAFO Process

Waterfront Toronto intends to invite up to **three (3)** top-ranked Proponents ("selected Proponents") to enter into concurrent negotiations / commercially confidential meetings. In the event of a tie in the eligible rankings, all tied Proponents will be invited. At Waterfront Toronto's sole and absolute discretion, it may invite more than three (3) top-ranked Proponets if it considers that it is in its best interest to do so. During these concurrent negotiations, Waterfront Toronto may provide each selected Proponent with any additional information and may seek further information and proposal improvements from each selected Proponent. After the conclusion of the concurrent negotiation period, each selected Proponent will be invited to revise its initial proposal and submit its BAFO to Waterfront Toronto.

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2.5.3 Evaluation of BAFO and Final Ranking of Proponents

Each BAFO will be evaluated against the pre-established evaluation and selection criteria set out in **Appendix C (RFP Particulars), Part C.2 (Final Evaluation Criteria)** and will be assigned a final ranking using the same process set out above. The top-ranked Proponent based on the evaluation of the BAFOs will receive a written invitation to enter into a final round of negotiations to finalize the agreement with Waterfront Toronto.

2.5.4 Option Not to Engage in Concurrent Negotiations and BAFO

Depending on the outcome of Stages I to III, Waterfront Toronto may at its sole and absolute discretion choose not to engage in the concurrent negotiations and BAFO process, and may instead:

a. proceed directly to contract negotiations with the top-ranked Proponent; or

b. choose to discontinue the RFP process.

Note: If the Proponent team resides outside of Toronto, it must be able to communicate with a Cisco videoconferencing system, GoTo Meeting and/or Webex. Wherever possible, Waterfront Toronto will use videoconferencing to convene meetings.

2.6 Stage V – Contract Negotiations

2.6.1 Contract Negotiation Process

Any negotiations will be subject to the process rules contained in the Terms and Conditions of the RFP Process **(Section 3)** and will not constitute a legally binding offer to enter into a contract on the part of Waterfront Toronto or the Proponent and there will be no legally binding relationship created with any Proponent prior to the execution of a written agreement. The terms and conditions found in the **Form of Agreement (Appendix B)** are to form the basis for commencing negotiations between Waterfront Toronto and the selected Proponent. Negotiations may include requests by Waterfront Toronto for supplementary information from the selected Proponent to verify, clarify or supplement the information provided in its proposal or to confirm the conclusions reached in the evaluation, and may include requests by Waterfront Toronto for improved financial or performance terms from the selected Proponent.

2.6.2 Time Period for Negotiations

Waterfront Toronto intends to conclude negotiations and finalize the agreement with the top-ranked Proponent within a reasonable time period ("Contract Negotiation Period"), commencing from the date Waterfront Toronto invites the top-ranked Proponent to enter negotiations. Waterfront Toronto reserves the right to set and amend the duration of the Contract Negotiation Period at its sole discretion.

A Proponent invited to enter into direct contract negotiations should therefore be prepared to fulfill the pre-conditions of award listed in **Appendix C (RFP Particulars), Part D (Pre-Conditions of Award)**, and to provide requested information in a timely fashion and conduct its negotiations expeditiously.

2.6.3 Failure to Enter into Agreement

If the pre-conditions of award listed in **Appendix C (RFP Particulars), Part D** are not fulfilled, or if Waterfront Toronto and the top-ranked Proponent cannot conclude negotiations and finalize the agreement for the Partner Scope and Deliverables within the Contract Negotiation Period, Waterfront Toronto may discontinue negotiations with the top-ranked Proponent and may invite the next-best-ranked Proponent to enter into negotiations. This process will continue until an agreement is finalized, until there are no more Proponents remaining that are eligible for negotiations, or until Waterfront Toronto elects to cancel the RFP process.

2.6.4 Notification of Negotiation Status

Other Proponents that may become eligible for contract negotiations may be notified at the commencement of the negotiation process with the top-ranked Proponent.

2.7 Waterfront Toronto's Board of Directors' Resolution

The Waterfront Toronto Board of Directors' resolution regarding Waterfront Toronto's selection process objective is "To obtain the best value by seeking the best proposal, taking into consideration Waterfront Toronto's core principles, at a

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competitive price and the particular circumstances of each case." Accordingly, at the conclusion of the RFP period, Waterfront Toronto intends to identify the proposal that provides overall best value, based on the established evaluation criteria.

2.8 Fairness Advisor

Waterfront Toronto is committed to ensuring that this selection process is open, fair, transparent, and equitable to all Proponents. A careful communications protocol has been established for this process to ensure that this commitment is fulfilled. In order to provide assurance to all stakeholders as to process probity, Waterfront Toronto has retained the Honourable Justice Coulter Osborne as a fairness advisor to provide independent attestation that the process is conducted fairly.

By responding to this request, Proponents covenant and agree to respond to this RFP, and to otherwise conduct themselves, in good faith with Waterfront Toronto and in accordance with the terms of this RFP. Waterfront Toronto may seek the advice of its Fairness Advisor with respect to any aspect of this RFP process.

2.9 Steering Committee

The Quayside Development Steering Committee is responsible for overseeing the Evaluation Team's evaluation of the submissions and making a recommendation to Waterfront Toronto's Board of Directors. The Steering Committee comprises representatives from Waterfront Toronto's executive team and Board, and subject matter experts.

2.10 Evaluation Team

The Evaluation Team comprises staff members from Waterfront Toronto and external subject matter experts. The Evaluation Team is separate from the Steering Committee and is responsible for scoring the submissions in accordance with the evaluation criteria in this RFP in an impartial, objective and fair manner, and making recommendations to the Steering Committee.

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3. Terms & Conditions of the RFP Process

3.1 General Information and Instructions

3.1.1 Waterfront Toronto Procurement Policy

Given the importance of Waterfront Toronto's mandate, the conduct of Waterfront Toronto's procurement activities must meet the highest standards of ethics and be economically achievable while supporting Waterfront Toronto's overall objectives of fairness, openness and transparency. The goal of Waterfront Toronto's procurement activities is to achieve maximum value for Waterfront Toronto and its stakeholders while achieving its strategic objectives.

Therefore, it is mandatory that all proponents be aware of Waterfront Toronto's Procurement Policy and adhere to all conditions contained therein. By responding to this RFP, Proponents confirm that they have reviewed the terms and conditions set out in the Waterfront Toronto Procurement Policy and covenant to adhere to the Waterfront Toronto Procurement Policy.

The Procurement Policy of Waterfront Toronto can be viewed at:

http://www.waterfrontoronto.ca/nbe/portal/waterfront/Home/waterfronthome/procurement

3.1.2 Proponents to Follow Instructions

Proponents should structure their proposals in accordance with the instructions in this RFP. Where information is requested in this RFP, any response made in a proposal should reference the applicable section numbers of this RFP.

3.1.3 Proposals in English

All proposals are to be in English only.

3.1.4 No Incorporation by Reference

The entire content of the Proponent's proposal should be submitted in a fixed form, and the content of websites or other external documents referred to in the Proponent's proposal but not attached will not be considered to form part of its proposal.

3.1.5 References and Past Performance

In the evaluation process, Waterfront Toronto may include information provided by the Proponent's references, in addition to contact persons or entities other than those identified by the Proponent, and may also consider the Proponent's past performance or conduct on previous contracts with Waterfront Toronto or other institutions.

3.1.6 Information in RFP Only an Estimate

All of the information provided in this RFP, or otherwise by Waterfront Toronto or any of its related entities or authorized representatives in connection with this RFP or the Quayside Development Opportunity, is provided on an "as is" basis, with no representations, warranties or covenants (implied or expressed) concerning the nature or the quality of such information, including its completeness, accuracy, currency, reliability, authenticity or Waterfront Toronto's rights to disclose any such information.

All information that is provided in this RFP is based on Waterfront Toronto's knowledge and intent as of the date of this RFP and is subject to change at any time and from time to time between the issuance of the RFP and the completion of the RFP process. The Proponent accepts and acknowledges its direct duty to investigate, consider and conduct due diligence enquiries into the subject matter and circumstances of this RFP.

Waterfront Toronto and its respective directors, officers, employees, agents, consultants and advisors are not liable or responsible for any aspect of this RFP, or for any oral or written information, or any advice, or any incompletions, errors or omissions which may be contained in this RFP or the schedules, data materials, background information documents or other documents disclosed or otherwise provided to the Proponent pursuant to this RFP and the Proponents hereby expressly waive any and all rights and remedies in respect thereof. Proponents shall assume all risk for such matters.

3.1.7 Proponents to Bear Their Own Costs

The Proponent is solely responsible for its own costs and expenses in any connection with this RFP, including, without limitation, preparing and

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submitting the Submission, participating in this RFP, the provision of any additional information, attendance at meetings, interviews, demonstrations or conducting due diligence. Waterfront Toronto shall not in any event have any liability whatsoever for any loss, harm, lost opportunity, damages, costs or expenses of the Proponent associated with any aspect of the foregoing and the Proponents expressly waive any and all rights and remedies in respect thereof.

Waterfront Toronto will not accept responsibility for any delays or costs associated with any reviews or approval process or with the implementation of any mitigating measures, as a result of requisite approvals not being passed, proclaimed or coming into force.

3.1.8 Proposal to be Retained by Waterfront Toronto

All proposals and other documents received from Proponents in response to this RFP will become the property of Waterfront Toronto and will not be returned to Proponents.

3.1.9 No Guarantee of Volume of Work or Exclusivity of Contract

Waterfront Toronto makes no guarantee of the value or volume of work to be assigned to the successful Proponent. The agreement to be negotiated with the selected Proponent will not be an exclusive contract for the provision of the described Partner Scope and Deliverables. Waterfront Toronto may contract with others for goods and services the same as or similar to the Partner Scope and Deliverables or may obtain such goods and services internally.

3.2 Communication after Issuance of RFP

3.2.1 Proponents to Review RFP

Proponents should promptly examine all of the documents comprising this RFP, and may direct questions or seek additional information in writing by email to the RFP Contact on or before the Deadline for Questions.

No such communications are to be directed to anyone other than the RFP Contact. Waterfront Toronto is under no obligation to provide additional information, and Waterfront Toronto is not responsible for any information provided by or obtained from any source other than the RFP Contact. It is the responsibility of the Proponent to seek clarification from the RFP Contact on any matter it considers to be unclear. Waterfront Toronto is not responsible for any misunderstanding on the part of the Proponent concerning this RFP or its process.

3.2.2 All New Information to Proponents by Way of Addenda

This RFP may be amended only by addendum in accordance with this section. If Waterfront Toronto, for any reason, determines that it is necessary to provide additional information relating to this RFP, such information will be communicated to all Proponents by addendum. Each addendum forms an integral part of this RFP and may contain important information, including significant changes to this RFP. Proponents are responsible for obtaining all addenda issued by Waterfront Toronto. In the **Submission Form F1 (Appendix D)**, Proponents should confirm their receipt of all addenda by setting out the number of each addendum in the space provided.

3.2.3 Verify, Clarify and Supplement

When evaluating proposals, Waterfront Toronto may request further information from the Proponent or third parties in order to verify, clarify or supplement the information provided in the Proponent's proposal, including but not limited to clarification with respect to whether a proposal meets the mandatory technical requirements set out in **Appendix C (RFP Particulars), Part B (Mandatory Technical Requirements)**. Waterfront Toronto may revisit and re-evaluate the Proponent's response or ranking on the basis of any such information.

3.3 Notification and Debriefing

3.3.1 Notification to Other Proponents

Once an agreement is executed by Waterfront Toronto and a Proponent, the other Proponents will be notified of the outcome of the procurement process.

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3.3.2 Debriefing

Proponents may request a debriefing within 60 days after receipt of a notification of the outcome of the procurement process. If you wish to request a debriefing session, please contact quayside@waterfrontoronto.ca referencing the RFP name and number in the subject line of your email. The intent of the debriefing information session is to aid the Proponent in presenting a better proposal in subsequent procurement opportunities. Any debriefing provided is not for the purpose of providing an opportunity to challenge the procurement process or its outcome.

3.3.3 Bid Dispute Resolution

If a Proponent wishes to challenge the RFP process, it should provide written notice in accordance with Waterfront Toronto's Bid Dispute Resolution process as set out in Waterfront Toronto's Procurement Policy at:

http://www.waterfrontoronto.ca/nbe/portal/waterfront/Home/waterfronthome/procurement

3.4 Conflict of Interest and Prohibited Conduct

3.4.1 Conflict of Interest

Waterfront Toronto may disqualify a Proponent for any conduct, situation or circumstances, determined by Waterfront Toronto, in its sole and absolute discretion, to constitute a Conflict of Interest, as defined in the **Submission Form F1 (Appendix D)**.

3.4.2 Disqualification for Prohibited Conduct

Waterfront Toronto may disqualify a Proponent, rescind an invitation to negotiate or terminate a contract subsequently entered into if Waterfront Toronto determines that the Proponent has engaged in any conduct prohibited by this RFP.

3.4.3 Prohibited Proponent Communications

Proponents must not engage in any communications that could constitute a Conflict of Interest and should take note of the Conflict of Interest declaration set out in the **Submission Form F1 (Appendix D)**.

Proponents must channel all communications regarding the RFP exclusively to the RFP Contact. Prospective Proponents should not attempt to make contact with any of the following regarding this RFP:

a. any Waterfront Toronto director, officer, employee, subcontractor, agent, representative, consultant/contractor/service-provider or volunteer or municipal, provincial or federal government elected officials, employees or representatives connected with Waterfront Toronto;

b. any member of or advisor to the Evaluation Team struck to evaluate proposals under this RFP;

c. Valerie Fox (The Pivotal Point), Peter Halsall (Halsall Strategies), Paul Bedford (Chair, Waterfront Design Review Panel) and any principals or employees of any of the following firms: Arup Canada Inc.; KPMG LLP; N. Barry Lyons Consulting Ltd.; HR&A; Urban Strategies Inc., or A.W. Hooker Associates Ltd.; and

d. Any other prospective Proponent or any employee, contractor, agent or representative thereof, except for the purposes of engaging in discussions regarding the development of a commercial relationship in response to this RFP.

This "blackout period" of communication is effective for the period of time immediately following the release of the RFP until the final execution of agreements with a successful Proponent.

3.4.4 Proponent Not to Communicate with Media

Proponents (including any Joint-Venture or Consortium participant or any subcontractors or sub-consultants or their employees, representatives, agents or consultants) must not at any time directly or indirectly communicate with the media in relation to this RFP, nor issue, disclose or publish a news release, or make any other public announcement, concerning their Submission or the RFP process or the Project or any agreement entered into pursuant to this RFP, without the prior written approval of Waterfront Toronto, which approval may be withheld in Waterfront Toronto's sole discretion. Proponents are not permitted to

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make any public comment, and author publications, respond to questions in a public forum or otherwise carry out any activities to publicly promote or advertise any Proponent's qualifications or interest in this RFP.

3.4.5 No Lobbying

Proponents must not, in relation to any aspect of this RFP (including the evaluation and selection process), engage directly or indirectly (including through a consultant lobbyist) in any form of political or other lobbying of any public official in relation to any aspect of this RFP. In this section, public official includes any officer, director, agent, appointee or employee of Waterfront Toronto, the Government of Canada, the Government of Ontario or the City of Toronto.

Proponents will review and at all times comply with Waterfront Toronto's Guideline on Gifts and shall refrain from making or offering any gift that would violate this Guideline. In addition, during the period between the issuance of the RFP and the conclusion of a contract with the selected Proponent, no Proponent, and no employee, agent or representative of the Proponent, may offer or give any gratuity in the form of entertainment, participation in social events, gifts or otherwise to any officer, director, agent, appointee or employee of Waterfront Toronto in connection with or arising from this RFP, regardless of whether or not such offering or giving is for the purpose of securing any contract associated with this RFP, or seeking favourable treatment in respect to any such contract, or influencing the performance or outcome of this RFP. The Waterfront Toronto policy on gifts is found in the *Code of Conduct and Conflict of Interest Procedures for Employees*, which is available in the Electronic Data Room.

Waterfront Toronto prohibits its representatives from using their official position for personal financial gain, or from accepting any personal advantage from anyone under circumstances that might reasonably be interpreted as an attempt to influence the recipient in the conduct of their duties, extend any gratuity or special favour to the Proponent, or to influence the outcome of this RFP.

By responding to this RFP, Proponents confirm, covenant, represent and warrant that they or anyone directly or indirectly associated or affiliated with them will not communicate with any person either directly or indirectly involved with Waterfront Toronto, this selection process, the City of Toronto, the Province of Ontario and the Federal Government of Canada for the purposes of influencing the terms, conduct or outcome of this RFP.

Waterfront Toronto reserves the right, at any time and in its sole discretion, to disqualify any Proponent who engages in acts or practices that are either directly or indirectly, or may reasonably be perceived, either directly or indirectly, to be made for the purposes of influencing the terms, conduct or outcome of this RFP in their favour.

3.4.6 Illegal or Unethical Conduct

Proponents must not engage in any illegal business practices, including activities such as bid-rigging, price-fixing, bribery, fraud, coercion or collusion. Proponents must not engage in any unethical conduct, including lobbying, as described above, or other inappropriate communications; offering gifts to any employees, officers, agents, elected or appointed officials or other representatives of Waterfront Toronto or of municipal, provincial or federal governments connected with Waterfront Toronto; deceitfulness; submitting proposals containing misrepresentations or other misleading or inaccurate information; or any other conduct that compromises or may be seen to compromise the competitive process provided for in this RFP.

Proponents must make confidential Submissions in response to this RFP. By delivering a Submission to Waterfront Toronto, the Proponent promises, guarantees, represents and warrants to Waterfront Toronto, with the knowledge and intention that Waterfront Toronto will rely on same, that its Submission has been prepared without collusion or fraud, undue influence, any criminal offence, and in fair competition with the other Proponents. Waterfront Toronto reserves the right at any time to disqualify any Proponents that in Waterfront Toronto's sole opinion have engaged in any such activities in any connection with this RFP. This clause does not apply to communications exclusively among two or more Proponents comprising a Proponent's Team or participating in a newly created entity in response to this RFP.

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3.4.7 Past Performance or Past Conduct

Waterfront Toronto may prohibit a supplier from participating in a procurement process based on past performance or based on inappropriate conduct in a prior procurement process, including but not limited to the following:

a. illegal or unethical conduct as described above;

b. the refusal of the supplier to honour its submitted pricing or other commitments; or

c. any conduct, situation or circumstance determined by Waterfront Toronto, in its sole and absolute discretion, to have constituted an undisclosed Conflict of Interest.

3.5 Confidential Information

3.5.1 Confidential Information of Waterfront Toronto

All information provided by or obtained from Waterfront Toronto in any form in connection with this RFP either before or after the issuance of this RFP:

a. is the sole property of Waterfront Toronto and must be treated as confidential;

b. is not to be used for any purpose other than replying to this RFP and the performance of any subsequent contract for the Partner Scop and Deliverables;

c. must not be disclosed without prior written authorization from Waterfront Toronto;

d. must be deleted, destroyed or returned by the Proponent to Waterfront Toronto immediately upon the request of Waterfront Toronto;

e. Proponents must not disclose any details pertaining to their Submissions and the selection process, in whole or in part, to anyone not specifically involved in their Submissions, unless written consent is secured from Waterfront Toronto prior to such disclosure, which consent may be withheld in Waterfront Toronto's sole discretion;

f. each Proponent shall be responsible for any breach of these confidentiality provisions by any person to whom it discloses such confidential information. Each Proponent acknowledges and agrees that a breach of these confidentiality provisions would cause Waterfront Toronto and/or its related entities to suffer loss which could not be adequately compensated by damages, and that Waterfront Toronto and/or its related entities may, in addition to any other remedy or relief, enforce any of these confidentiality provisions by way of injunctive relief without proof of actual damage to Waterfront Toronto and/or its related entities; and

g. the confidentiality provisions set out in this RFP shall survive any cancellation of this RFP and the conclusion of the RFP process.

3.5.2 Confidential Information of Proponent

Waterfront Toronto is not currently subject to freedom of information (FOI) legislation, but may become subject to such legislation. Waterfront Toronto is however committed to openness, transparency, accountability and public access to information. Proponents are advised that any information received by Waterfront Toronto pursuant to this RFP will be handled in accordance with Waterfront Toronto's Freedom of Information Policy, which Proponents are expected to have read and understood. A Proponent should identify any information in its proposal or any accompanying documentation for which confidentiality is to be maintained by Waterfront Toronto. Waterfront Toronto will make reasonable efforts to maintain the confidentiality of such information, but may nonetheless be required to disclose such information pursuant to Waterfront Toronto's Freedom of Information Policy, by law or by order of a court or tribunal. In addition, Proponents are advised that Waterfront Toronto may make any information regarding any proposal available to its Government partners if requested by them and that such Government partners may in turn be subject to other disclosure requirements such as the Ontario Freedom of Information and Protection of Privacy Act or the Federal Access to Information Act. Waterfront Toronto's Freedom of Information Policy can be found in the Electronic Data Room.

Proponents are further advised that their proposals will, as necessary, be disclosed, on a confidential basis, to advisers retained by Waterfront Toronto

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to advise or assist with the RFP process, including the evaluation of proposals.

Waterfront Toronto may make public the name of any Proponent and in the case of a successful Proponent, the value of its contract if over $50,000, according to Waterfront Toronto's Procurement Policy, which can be read at:

http://www.waterfrontoronto.ca/nbe/portal/waterfront/Home/waterfronthome/procurement

3.6 Procurement Process Non-binding

3.6.1 No Contract A and No Claims

This RFP is not intended to create and will not create any formal, legally binding bidding process or contract, and will instead be governed by the law applicable to direct commercial negotiations. For greater certainty and without limitation:

a. this RFP will not give rise to any Contract A–based tendering law duties or any other legal obligations arising out of any bidding contract, process contract or collateral contract; and

b. a Proponent nor Waterfront Toronto will have no right to make any claims (in contract, tort, or otherwise) against Waterfront Toronto with respect to the award of a contract, failure to award a contract or failure to honour a proposal submitted in response to this RFP.

Without limiting the generality of the foregoing, all costs, expenses, losses, damages and liabilities which may be incurred by the Proponents as a result of or arising out of the submission, acceptance or rejection of their proposals, including the cost of preparing and submitting a proposal, shall be borne entirely by the Proponents. Waterfront Toronto and its representatives shall not be liable, in contract, tort, restitution or any other legal theory, to a Proponent for any costs and expenses incurred by the Proponents, or to reimburse the Proponents in any manner whatsoever or under any circumstances, or for any claim, action, costs, losses, damages or liability whatsoever arising from any act or omission by Waterfront Toronto or its representatives, including the rejection of any or all of the proposals, the consideration or evaluation of any or all of the proposals, negotiations in respect to the proposals, the selection of a Proponent, the decision to amend the RFP, the decision not to include a Proponent in negotiations, the decision to waive or not to waive a non-compliance by a Proponent, including in respect of mandatory requirements, or for any information or advice or any errors or omissions that may be contained in this RFP or any data, materials, or documents disclosed or provided to a Proponent pursuant to this RFP or otherwise.

3.6.2 No Contract until Execution of Written Agreement

This RFP process is intended to identify prospective suppliers for the purposes of negotiating potential agreements. No legal relationship or obligation regarding the procurement of any good or service will be created between the Proponent and Waterfront Toronto by this RFP process until the successful negotiation and execution of a written agreement for the acquisition of such goods and/or services.

3.6.3 Non-binding Financial Proposals

While the financial / investment plan information provided in proposals will be non-binding prior to the execution of a written agreement, such information will be assessed during the evaluation of the proposals and the ranking of the Proponents. Any inaccurate, misleading or incomplete information, including withdrawn or altered financial proposals, may adversely impact any such evaluation or ranking or the decision of Waterfront Toronto to enter into an agreement for the Partner Scope and Deliverables.

3.6.4 Cancellation

Waterfront Toronto may cancel or amend the RFP process without liability at any time.

3.7 Governing Law and Interpretation

These Terms and Conditions of the RFP Process **(Section 3)**:

a. are intended to be interpreted broadly and independently (with no particular provision intended to limit the scope of any other

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provision);

b. are non-exhaustive and will not be construed as intending to limit the pre-existing rights of the parties to engage in pre-contractual discussions in accordance with the common law governing direct commercial negotiations; and

c. are to be governed by and construed in accordance with the laws of the province of Ontario and the federal laws of Canada applicable therein.

3.8 Reporting Of Material Adverse Change

Proponents are required to immediately notify Waterfront Toronto upon the occurrence of a material adverse change to the information included in their Submissions, including changes to Key Personnel. Selected Proponents shall not make any change in the structure or formation of the Proponent, its Key Personnel or Joint Venture or Consortium Participants, subcontractors or sub-consultants without the prior written approval of Waterfront Toronto. Waterfront Toronto intends to evaluate any additional information submitted by the Proponents in accordance with the evaluation criteria set out in this RFP, and may revise the Proponent's score and ranking to reflect the results of the evaluation. In the event that a Proponent fails to promptly notify Waterfront Toronto of any such material adverse change, Waterfront Toronto may, in its sole discretion, disqualify the Proponent from RFP process. Proposals cannot be assigned or transferred in whole or in part without the prior written consent of Waterfront Toronto.

3.9 Material Disclosure

For all its projects, Waterfront Toronto makes every effort to secure the necessary funding prior to going out for quote. However, Waterfront Toronto's award of a contract is subject to funding availability, and Waterfront Toronto Board of Directors' approvals.

It is possible that in the future, additional work related to the services of this RFP may become available, pending funding availability and availability of land. If Waterfront Toronto is satisfied by the successful Proponent's provision of the Partner Scope and Deliverables under this phase of work, Waterfront Toronto reserves the right to award any potential work to the successful Proponent, at its sole discretion. The extent to and the manner in which such future work awards are carried out may be affected by applicable procurement policies and the requirements of the City of Toronto or other authorities. Notwithstanding the demonstrated success of the Project anticipated in this RFP, Waterfront Toronto equally reserves the right to procure any additional or future work through a separate procurement process.

3.10 Joint Ventures or Consortiums

a. Participant in Charge

For the purposes of this RFP, a Joint Venture is an association of two or more parties who combine their money, property, knowledge, expertise or other resources in a single joint business enterprise, sometimes referred as a Consortium, to bid together on a requirement. Proponents who make submissions as a Joint Venture must indicate clearly that it is a Joint Venture and provide the following information:

i. the name of each member of the Joint Venture;

ii. the name of the representative of the Joint Venture, i.e. the member chosen by the other members to act on their behalf ("Participant in Charge"); and

iii. the name of the Joint Venture, if applicable.

If the information is not clearly provided in the proposal, the Proponent must provide the information on request from Waterfront Toronto.

The proposal and any resulting contract must be signed by all the members of the Joint Venture unless the Participant in Charge has been appointed to act on behalf of all members of the Joint Venture. Waterfront Toronto may, at any time, require each member of the Joint Venture to confirm that the Participant in Charge has been duly appointed with full authority to act as its representative for the purposes of the RFP and any resulting contract.

The Participant in Charge shall be authorized by all of the Joint Venture or Consortium Proponents as an agent with the authority to commit, obligate and bind (including to incur liabilities and receive instructions for and on behalf of) any and all members of the Joint Venture or Consortium.

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The authority of the Participant in Charge to represent other members of the Joint Venture or Consortium shall not be subject to any qualifications, limitations, restrictions or conditions that are not accurately and completely disclosed in the Submission. Waterfront Toronto and the City of Toronto shall rely upon the information, representations, agreements and commitments of the Participant in Charge as the single and commonly authorizing agent for all Joint Venture or Consortium members. A Joint Venture or Consortium member shall name its Participant in Charge in the **Submission Form F1**, which all Joint Venture or Consortium members shall sign.

b. Joint and Several Liability

All Joint Venture or Consortium members shall be required by Waterfront Toronto and/or the City of Toronto to be legally liable, both jointly and severally, concerning the Submission, the RFP process, and in connection with any possible future agreement concerning the Project that the Joint Venture or Consortium members may ultimately enter into with Waterfront Toronto or the City of Toronto.

Waterfront Toronto and the City of Toronto may, in their sole discretion, require that each Joint Venture or Consortium member become a party to any future agreements concerning the Project that the Joint Venture or Consortium may ultimately enter into with Waterfront Toronto and/or the City of Toronto.

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APPENDIX A

Background Information & Project Requirements

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1. General Background Information

1.1 About Waterfront Toronto

Waterfront Toronto was established by the Government of Canada, the Province of Ontario and the City of Toronto in 2001 to oversee and lead the renewal of the city's waterfront. Our mandate is to deliver a revitalized waterfront that brings together the most innovative approaches to sustainable urban development, excellence in urban design, real estate development, and leading technology infrastructure. Working with the community, and with public and private-sector partners, Waterfront Toronto creates complete neighbourhoods anchored by parks and public spaces, and diverse, sustainable, mixed-use communities that offer a high quality of life for residents, employees, and visitors alike. We are transforming the waterfront for the use and enjoyment of the people of Toronto, Ontario and Canada, to foster economic growth and to redefine how the city, province and country are perceived by the world.

Spanning 800 hectares, the revitalization of Toronto's waterfront is the largest urban redevelopment project currently underway in North America, and is one of the largest waterfront revitalization efforts ever undertaken globally. Our investment to date of CAD $1.3 billion in largely government funding has resulted in private sector investments that have generated $3.2 billion in economic output to the Canadian economy; $622 million in government revenues; and 16,200 full-time years of employment. Projects include master planned communities (such as the award winning West Don Lands), innovative parks and public spaces (such as Canada's Sugar Beach, Corktown Common and Underpass Park) and the revitalization of Toronto's main waterfront boulevard (Queens Quay).

Toronto's new waterfront communities will help the city remain competitive with other major urban centres around the world for investment, jobs and talent.

1.2 Precinct Plans and Development Underway

The Project is part of the East Bayfront and Keating Channel precincts. Precinct plans for both areas were developed by Waterfront Toronto and endorsed by Toronto City Council, in 2005 and 2010, respectively, and established a vision for mixed-use communities. The precinct plans are guiding documents that were developed to advance the objectives of the City of Toronto's Central Waterfront Secondary Plan, and to provide more specific direction on Waterfront Toronto's revitalization objectives. Each of these documents can be found in the Electronic Data Room.

The overall vision calls for revitalized waterfront communities, sustainable and vibrant mixed-use neighbourhoods with continuous public access to the water's edge, higher-order public transit and a series of new parks, open spaces and streets. Residential development is intended to attract a diverse range of households, including a mix of affordable and market housing, both rental and ownership. Additionally, the precinct plans include a mix of commercial and non-residential uses necessary for complete communities, such as places of employment, retail, recreation, entertainment and public/cultural activities.

The precinct plans anticipate built form to be primarily mid-rise, with towers at intersections of primary north/south streets and Lake Shore Boulevard East. Building heights will step down from Lake Shore Boulevard East towards the water's edge. Strong and consistent street walls are envisioned to frame parks and major public spaces, such as Queens Quay.

East Bayfront Precinct

East Bayfront comprises 23 hectares (55 acres) and will feature approximately 6,000 residential units, including about 1,200 affordable residences, and approximately three million square feet of commercial space able to accommodate about 8,000 jobs. The area will also be a hub for retail, entertainment and cultural amenities and will be easily accessible by public transportation. The Quayside Development Block fall within the East Bayfront precinct.

A comprehensive and cohesive open space network is anticipated in the area. The initial stages of this network are being built by Waterfront Toronto and the majority of open spaces have already been delivered, including the award winning Sherbourne Common and Canada's Sugar Beach public parks.

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Implementation of the East Bayfront Precinct Plan is well underway on public land. Projects under construction include Monde, a 550-unit residential development by Great Gulf (known as Parkside in the East Bayfront Precinct Plan), designed by world-renowned architect Moshe Safdie; and, Bayside, a two million square foot, mixed-use project being led by Hines in partnership with Tridel. Bayside will include 500,000 square feet of commercial office space and 1,500 residential units. Bayside also includes an innovative affordable housing pilot project, which incorporates Artscape Affordable Rental Housing within a market residential condominium building.

East Bayfront also features the George Brown College waterfront campus and the Corus Entertainment head office building. Upcoming development includes the Waterfront Innovation Centre, a purpose-built commercial office development designed to facilitate innovation and collaboration between Toronto's rapidly evolving creative and technology sectors. Additional mixed-use development is underway on privately-owned land within East Bayfront, such as the Daniels Waterfront City of the Arts, which features office, creative and institutional space, an arts and technology incubator as well as residential development.

Keating Channel Precinct

The Keating Channel Precinct comprises 9.0 hectares (22.4 acres) and will feature approximately 4,700 residential units, including about 940 affordable residences and approximately 1.9 million square feet of commercial space. The 333 Lakeshore Boulevard East development block falls within the Keating Channel Precinct.

Waterfront Toronto and the City of Toronto are jointly carrying out the Gardiner Expressway / Lake Shore Boulevard East Reconfiguration Environmental Assessment (EA) and Integrated Urban Design Study. The EA will determine the future of the Gardiner Expressway East and Lake Shore Boulevard East, from approximately west of Jarvis Street to approximately Leslie Street. This will not have an impact on 333 Lake Shore Boulevard East nor on the Project.

Port Lands

The Port Lands is a 356 hectare (880-acre) underutilized industrial brownfield area with extensive waterfront access located just east of Toronto's downtown. The area offers an unprecedented opportunity for revitalization; however, much of the area is within a designated floodplain and cannot be revitalized until this risk is removed. Working together over the past decade in partnership with Toronto and Region Conservation Authority, the City of Toronto and Toronto Port Lands Company, Waterfront Toronto has developed a resilient solution to this challenge: naturalizing the mouth of the Don River will provide the needed flood protection and will also create a beautiful river valley around which new neighbourhoods will emerge. Strategically investing in flood protection and infrastructure unlocks land with enormous potential to showcase smart, sustainable, low-carbon city building.

Waterfront Toronto released an extensive Due Diligence Report on the proposed Port Lands Flood Protection Project in October 2016. The Due Diligence Report provides greater certainty on the $1.25 billion cost estimate, the approximate seven (7) year construction schedule and the risks associated with the proposal. The project is shovel ready with funding negotiations ongoing with governments. More information on this project can be found in the *Port Lands Flood Protection and Enabling Infrastructure Due Diligence Report* in the Electronic Data Room.

In addition, the Port Lands is currently subject to a massive urban planning exercise. Waterfront Toronto and the City of Toronto are nearing the completion of a series of plans, including the Port Lands Planning Framework and the Villiers Island Precinct Plan that will guide the transformation of the Port Lands. More information on these plans can be found in the Electronic Data Room.

1.3 Applicable Zoning

Zoning information for the three Project development blocks, Quayside Development Block, the Parliament Development Lands and 333 Lake Shore Boulevard East as described in **Part A, Section VI**, is available in the Electronic Data Room.

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1.4 Municipal Services and Utility Infrastructure

In keeping with the East Bayfront Class Environmental Assessment Master Plan, which was approved in 2010, Waterfront Toronto has made significant infrastructure investments to support new development in the eastern waterfront, including upgrades in sanitary and storm sewer connections and facilities that service the East Bayfront and Keating Channel precincts. Detailed servicing information and Environmental Assessment documentation is available in the Electronic Data Room.

1.5 Adjacent Community Amenities and Facilities

New development within the revitalized waterfront will be near to a range of existing and planned amenities in West Don Lands, the Distillery District and the St. Lawrence neighbourhoods. In addition to an extensive network of new parks and public spaces within the wider waterfront, Waterfront Toronto is delivering two child care centres, a community centre and providing space for a public elementary school.

1.6 Waterfront Toronto's Intelligent Communities Initiative

Waterfront Toronto aspires to be at the forefront of global efforts in developing intelligent communities. We are working with both world-leading companies and local innovators to develop communities where people can live, learn, work and play in a seamless, always connected, technology-enabled environment. Toronto's new waterfront communities aim to use technology to enhance the quality of life and create economic opportunity for the citizens of Toronto, helping the city to remain competitive with major urban centres around the world for business, jobs and talent.

Waterfront Toronto and its partners, including Beanfield Metroconnect, are developing communities in which residents and businesses, including economic and social innovators, are connected through a fibre optic network. The price and performance of this connectivity is guaranteed to be maintained among the best in the world, in terms of both price and performance, for at least 10 years after the completion of the final building within the waterfront (estimated to be completed between 2035 and 2045). Free neighbourhood-wide Wi-Fi will be available where feasible in public and publicly accessible open spaces. Residential Internet access is currently being provided at 1-gigabit per second, symmetrical with no data caps. Commercial connections up to 100-gigabits per second are currently being supported at competitive rates.

1.7 Queens Quay Revitalization and Transit

Establishing a transit-friendly community is a priority for Toronto's revitalized waterfront and for the successful implementation of the East Bayfront and Keating Channel Precinct Plans and for the development of the Port Lands. The provision of light rail transit ("LRT") in a dedicated right-of-way, as part of a revitalized Queens Quay, has been approved through a Class Environmental Assessment (available in the Electronic Data Room) for the East Bayfront and will ultimately connect the eastern waterfront to the downtown core. Waterfront Toronto is actively pursuing funding options for LRT along Queens Quay East, including private sector contributions and a phased implementation plan that could include interim bus rapid transit (BRT).

1.8 Waterfront Toronto's East Bayfront Public Art Master Plan

Building on the success of the City of Toronto's Percent for Public Art program, Waterfront Toronto has developed a unique, East Bayfront-specific public art master plan, which will include Quayside. The East Bayfront Public Art Master Plan, which was approved by Toronto City Council in December 2015, focuses on delivering a curated collection of major artworks in prominent public locations, where they can have a notable impact and be enjoyed by many. The East Bayfront Public Art Master Plan is available in the Electronic Data Room.

1.9 Environmental Site Assessment Information

Preliminary site assessment work has been undertaken for Quayside Development Block and 333 Lake Shore Boulevard East. Applicable information is provided in the Electronic Data Room.

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1.10 Sustainable Development

Sustainable development is embedded as a core principle in every aspect of Waterfront Toronto revitalization. Beyond creating beautiful and functional public spaces, Waterfront Toronto is developing green, livable, and prosperous communities that will enhance the environment, benefit the economy, and produce social-cultural gains in a triple bottom line approach.

Waterfront Toronto's Sustainability Framework, which will be superseded by the pending Resilience and Innovation Framework for Sustainability, provides the overarching corporate policy on sustainability and presents a roadmap to guide the transformation of the waterfront into sustainable communities. The new Resilience and Innovation Framework for Sustainability builds on this commitment to sustainability through an increased focus on low carbon, resilient, human-experience driven, biophilic and intelligent community development. These documents are available in the Electronic Data Room.

1.11 Design Excellence

Excellence in design inspires and propels Waterfront Toronto's vision. From a quality of place perspective, the revitalized waterfront is being designed and built to rival the best locales to live and work in the world. By putting design excellence at the centre of all revitalization efforts, Waterfront Toronto strives – in everything from buildings and streets to parks and public art – to set new standards for architecture and the public realm across the city and around the world.

Since its creation in 2005, Waterfront Toronto's Design Review Panel has comprised a premium cast of architects, landscape architects and other design experts from across Canada. The Panel has made strides in fostering a culture of high quality design, raising the bar for builders and architects alike. It is worth noting that four of the world's top ten landscape architectural firms have worked on Waterfront Toronto projects. Waterfront Toronto plans and designs have won numerous awards including in 2015 and 2016, awards from the Canadian Society of Landscape Architects, the Canadian Urban Institute, the Toronto Urban Design Awards, International Association of Business Communicators, and Lee Kuan Yew World City Prize Special Mention.

1.12 Waterfront Toronto Employment Initiative (WTEI)

WTEI is a collaborative partnership between Waterfront Toronto, the City of Toronto and numerous local partner agencies. WTEI works directly with developers, contractors, sub-contractors and commercial tenants to connect unemployed and underemployed jobseekers to the employment and training opportunities being generated by waterfront projects. WTEI partners are able to access skilled, professional candidates in a wide range of fields, and work with an extensive network of other employment service and training providers to meet the needs of both employers and jobseekers. The Partner will be required to develop a WTEI Workforce Development Plan as further described below.

Developing a WTEI Workforce Development Plan

The Partner will attend a preliminary meeting with Waterfront Toronto and WTEI representatives to discuss the WTEI program, and to develop a WTEI Workforce Development plan, which may include:

- Customized Recruitment - including working with the City of Toronto's Partnership to Advance Youth Employment (PAYE) program and the United Way Toronto & York Region's Career Navigator Program, to identify jobs, training and work based learning opportunities for youths between the ages of 18-29.
- Opportunities for registered apprenticeships, accessing newly trained youths through the Central Ontario Building Trades' (COBT) Hammer Heads Program.
- Opportunities to develop customized skill training initiatives.
- Other learning, networking and skill development initiatives/workshops.

The Partner will be required to commit to the following:

- Assign a liaison to work with a WTEI representative to further develop the WTEI plan details and an implementation plan,

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including opportunities, timelines and key performance indicators;

- Meet with the WTEI representative on a quarterly basis to provide updates and feedback on the WTEI plan implementation;
- Report progress and outcomes to Waterfront Toronto's Project Manager in charge of the assignment on a quarterly basis for the term of the project; and
- Work with Waterfront Toronto and downstream vendors and/or partners to further adapt this program as new opportunities arise.

Information on the WTEI Initiative can be found in the Data Room.

Additional information will be provided to Proponents who are invited to participate in Stage IV (Concurrent Negotiations and BAFO).

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APPENDIX B

Form of Agreement

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Form of Agreement

The selected Proponent will be requested to enter into direct contract negotiations to finalize an agreement with Waterfront Toronto for the provision of the Partner Scope and Deliverables.

A Term Sheet, with terms and conditions, will be provided to the selected Proponents invited to participate in Stage IV of the RFP process.

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APPENDIX C

RFP Particulars (Submission Requirements and Evaluation Criteria)

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In order to facilitate the evaluation, proposals should be organized in the order listed below.

A. Mandatory Submission Requirements

Appendix D contains the RFP Submission Forms, which should be completed as part of the Proponent's Submission. Each proposal should include Submission Forms completed and signed by an authorized representative of the Proponent. Electronic copies of the RFP Submission Forms are provided in the Electronic Data Room for the purposes of preparing the Submission. Proponents are responsible for ensuring that all information is provided.

Proponents should submit an RFP submission document that contains the following information, in two separate parts:

Part 1:

- Cover Letter
- Table of Contents
- Proponent (Participant in Charge) Submission Form **(Form F1)**
- Project Vision & Approach to Business Implementation Plan
- Proponent Team Composition **(Form F2)** and Organization Chart
- Proponent's Project Experience and Qualifications (for each firm/organization on the Proponent team)
- Team Members' Experience and Qualifications (for each individual on the Proponent team)
- Legal Information **(Form F3)**

Part 2:

- Financial Strength of the Firm

Proponents shall submit all financial statement information, as required in **Appendix C, Section C.1(C) – Financial Strength of Firm**, in a sealed envelope, so that these forms, and the financial information they include, are separate from the rest of the submission. It is permissible for the sealed envelope to be delivered to Waterfront Toronto in the same package that contains the rest of the submission.

B. Mandatory Technical Requirements

Not Applicable.

C. Rated Criteria (Initial Submission)

The following sections set out the categories, weightings and proposal content requirements of the rated criteria for the RFP. As explained in **Section 2** of the RFP, the rated criteria provided below will be evaluated by the evaluation team in an impartial, objective and fair manner with the oversight of a fairness advisor.

1. Initial Evaluation Criteria

The following categories, weightings and descriptions will be used in the initial evaluation of rated criteria during Stage II of the evaluation process (Evaluations), described in Section 2 of this RFP. These criteria apply to initial proposals by all Proponents.

	Rated Criteria Category	Weighting (Points)
A.	Project Vision & Business Implementation Plan	
	Vision	45 Points
	Business Implementation Plan	30 Points
B.	Team Composition and Organization Chart	25 Points
	Total Points	100 Points
C.	Financial Strength of the Firm	Pass/Fail

TECHNICAL PROPOSAL (INITIAL SUBMISSION CONTENT)

The following are technical submission requirements corresponding to the rated criteria above that Proponents should address:

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A. Project Vision & Business Implementation Plan

The Project Vision and Business Implementation Plan should not exceed 25 pages (including images, diagrams and tables), and address the following:

A1. Vision:

a. **Vision** - *Provide a preliminary vision summary identifying:*

   i. The Proponent's vision for the Project overall;

   ii. How the Proponent would work with the Team (as defined in PART A – Introduction of the Quayside Development) to successfully implement the Project vision;

   iii. How decisions would be made both between Waterfront Toronto and the Partner, as well as within the Partner's internal organizational structure; and

   iv. Which elements of the vision for the delivery of the Project would be unique.

b. **Urban Challenges**: *Describe the most pressing challenges that you see facing urban environments, covering in specific:*

   i. How do these challenges directly relate to, and impact Toronto?

   ii. How can the Project be used to help overcome these challenges?

   iii. What elements of your approach will ensure a globally significant, transformative project?

   iv. What metrics will you be using to evaluate the various components and their success?

c. **Purposeful Solutions**: Describe the preliminary materials, technologies, infrastructure and solutions that you are recommending for the Project. How do these contribute to the Project's outcomes described herein? Refer to the summary of the research and analysis conducted by Arup as a member of the Team. Identify and describe any solutions or solution areas that your company or Joint Venture or Consortium would want to provide, such as equipment, services and/or intellectual property for deployment within the Project.

d. **Barriers/Dependencies**: Identify barriers and/or dependencies that may arise in the development and delivery of the overall vision. What strategies would you employ to overcome these?

e. **Broader Eastern Waterfront Revitalization**: Describe how your vision relates to the broader waterfront revitalization efforts.

f. **Transferability**: Describe the projected transferability of the Project's best practices, solutions and intellectual property beyond Toronto's waterfront. How will the Project demonstrate the capacity to drive market transformation?

A2. Sustainability & Innovation Submission Requirements:

a. **Approach to Building-level solutions**: Describe your approach to building level solutions. Reviewing the Minimum Green Building Requirements as a base case for delivery, how would your approach close the gap in order to achieve climate positive development? How would your approach future-proof buildings to benefit from future technologies?

b. **Approach to District-level solutions**: Describe your approach to district-level infrastructure solutions, such as water, wastewater, energy and telecommunications.

c. **Barriers/Dependencies**: Identify barriers and/or dependencies that may arise in the development and delivery of the vision for sustainability and innovation. What strategies would you employ to overcome these?

d. **Economic and Technical Feasibility**: Provide a preliminary review of the economic and technical feasibility of the solutions and technologies recommended by Arup (summary provided in the Electronic Data Room) to achieve our climate positive objectives for the Project. This review should also include alternative and additional technologies for consideration as appropriate, which would then be factored into the models and projections

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prepared by Arup.

A3. Complete Communities Submission Requirements

a. Describe your approach to developing a viable and implementable delivery model for mixed income housing, including financing and exploring new smart technologies, building systems, materials and design approaches to lower project costs.

b. Describe your approach to developing a viable and implementable delivery model for sustainable transit along the eastern waterfront, including financial resources and/or solution components.

c. Describe your approach to identifying the required retail, cultural and community amenities needed for the Project.

A4. Economic Development & Prosperity Submission Requirements

a. **Job Creation Capacity**: Describe the potential impact of your approach to create new jobs within the urban innovation cluster. Describe the disciplines that would be involved (e.g. engineering, computer science, construction, building technologies, energy systems, etc.) and the quantum of the potential for new jobs to be created.

b. **Prosperity**: Describe how your approach and contemplated solutions will enhance the quality of life for those who live, learn, work and play on the waterfront. Describe how your approach will provide the basis for an inclusive, connected community (physically, socially and digitally).

c. **Support for Innovation**: Describe your company's commitment and approach to engaging early stage companies. How will these efforts translate to the Project context? What preliminary outcomes/impacts do you anticipate from this Project?

A5. Approach to Business Case and Financial Requirements

a. **Legal Structure Approach**: Describe how you would approach the following:

i. **Roles and Responsibilities**: Provide an initial proposal of roles and responsibilities for Waterfront Toronto and the Partner, understanding that Waterfront Toronto intends to remain an active partner and investor in this and future phases of the Project through to its completion.

ii. **Legal Structures & Documents**: Describe required legal structure and documents required to implement the partnership.

iii. **Risks & Benefits**: Propose how risks and benefits will be shared. How will you create an assessment tool to allocate risks between Waterfront Toronto and the Partner?

iv. **Intellectual Property**: Provide a preliminary framework for a potential management approach for Intellectual Property introduced to or developed through the Project, and any revenue sharing between Waterfront Toronto and the Partner.

v. **"Off-Ramps"**: How could the venture be unwound in the event that the Project is not achieving its goals?

vi. **"On-Ramps"**: How could new partners / participants be included in the Project? Are there any ownership/equity considerations?

b. **Business Case**: In conjunction with Waterfront Toronto and its consultants, describe how you would approach the following:

i. Phasing and costing for infrastructure: Outline how to address the timing and cost of infrastructure needed to service the Project

ii. Land use program: Considering that the Project will be a mixed-use community, what is the best approach to determining the appropriate mix of use?

iii. Roll-out plan for program: What is the best approach to determining the appropriate scale and phasing for the project?

iv. Financial model: A detailed financial model will be required for the Project to understand sources and uses of funds and timing of cash flows. How do you intend to develop such a model?

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c. **Investment Strategy**:

i. **Additional Funding & Partnerships**: Proponents should also address how they intend to pursue and leverage any available external funding sources, financial or programmatic incentives, and industry or other partnerships as identified in the vision section, in order to facilitate timely Project implementation.

ii. **Co-investment**: The Proponent should outline its willingness to co-invest in required pre-development research, including financial investment to develop the infrastructure and physical site. Information about Waterfront Toronto's corporate and financial obligations and timing will be provided to the selected Proponents.

iii. **Budget**: The Proponent should provide an approach to developing a budget for working capital requirements to prepare the business case and deliver municipal approvals for the Project, based on the phasing requirements.

iv. **Working Capital**: The Proponent should indicate the amount of the working capital requirement it would be willing to fund and what would be expected of Waterfront Toronto and its government shareholders.

v. **Long-term Investments**: The Proponent should indicate its capacity and commitment to fund long-term investments in infrastructure and pilot projects.

vi. **Products and Services**: The Proponent should indicate what products and/or services it thinks it can bring to the Project, and indicate what history the Proponent has in those areas.

vii. **Competitive Pricing**: In the event that Proponents have the opportunity to provide products and/or services in the development of the Project in the future, Proponents should outline a process whereby Waterfront Toronto can ensure:

a. innovation and competitive pricing for the products and/or services;

b. that the selection of the Proponent's products and/or services is based on an impartial assessment of their merits in comparison to competing products and/or services; and

c. that the Proponent's product and/or services offer the best value for the need being met.

viii. Business Opportunities: Proponents should indicate their understanding of revenue generating business opportunities arising from the Project.

B. Team Composition and Organizational Chart

B1. Areas of Experience: Each team should include individuals with expertise in each of the areas identified below. The expertise may be provided by individuals who are members of either the Lead Proponent firm(s) or any of the Proponent's team member firms.

a. **Urban Innovation**: Experience in developing and deploying innovative technologies that provide an enhanced quality of life and urban experience. Include expertise in supporting entrepreneurial firms and deploying new solutions.

b. **Business Planning**: Experience in establishing and delivering a sound business plan for projects of a similar scale to, and quality of, the Project, over an extended period of time. Experience delivering multi-phase mixed-use projects is preferred.

c. **Financing & Partnership Models**: Experience in developing and delivering innovative financial models, including the creation of partnership structures and governance that provide the necessary resources similar in scale and complexity to the Project. Describe your team's ability and readiness to take the concepts and solutions deployed on Quayside to scale in future phases of waterfront revitalization.

d. **Sustainable and resilient design**: Experience in the design of high-performance buildings and district-level systems that incorporate strategies that will contribute to achieving the goal of making the Project a climate positive development. Sustainability experience should also include buildings that are designed to meet LEED® standards, the Green Globes

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system, the Toronto Green Standard or other similar "green" standards; experience in the design and construction of buildings that have met a minimum of LEED® Gold standard is strongly preferred.

The Proponent's Team may include expertise in addition to the areas of expertise noted above. The Proponent's RFP Submission should explain the value that the additional expertise would bring to the project.

B2. Proponent's Composition and Organization Chart: It is expected that each Proponent will have a team led by a Lead Proponent, which is the firm or entity that will enter into agreements with Waterfront Toronto. The Proponent's Composition and Organization Chart, should not exceed **3 pages** and should address the following:

a. **Organizational Chart and Decision Making Model**: The Proponent should submit an organizational chart of the Proponent's team, including the Lead Proponent and Proponent's team members, at both the firm and individual levels. The chart should illustrate how the Proponent team will be organized, identify the specific roles and responsibilities of each team member, and illustrate the working relationships of each of the Proponent team members. If applicable, Proponents should also briefly describe how the Proponent team members have worked together in the past. Since Waterfront Toronto intends to be a partner, the chart should indicate how the Proponent intends to integrate with Waterfront Toronto.

b. **Joint Venture or Consortium Submission**: In the case of a Joint Venture or Consortium, the submission must include the legal status and proposed nature of the legal arrangement, a description of the shareholdings and the corporate structure for the members of the Joint Venture or Consortium, as applicable, as well as the name of its "Participant in Charge."

For the purpose of this section, the Lead Proponent is the "Participant in Charge". Where the Lead Proponent is a Joint Venture or Consortium a "Participant in Charge" should be identified. The Lead Proponent and all other Proponents shall be deemed to be Joint Venture or Consortium Proponents.

For clarity, for the purpose of satisfying this RFP's requirements: (1) the Evaluation Team will consider the experience of all Joint Venture or Consortium Proponents' Team Members; and (2) the Proponent's proposed Key Personnel may be employees of any Joint Venture or Consortium Proponent.

c. **Organizational Capacity**: The capacity and experience of the Lead Proponent (the party that is intended to become the Partner) is a primary consideration in the selection of the successful Proponent. The submission should provide evidence to demonstrate how the Lead Proponent's experience is relevant to the scale and complexity of the Project, and to the objectives articulated by Waterfront Toronto.

B3. Proponent's Project Experience and Qualifications:

a. Delivery Experience (should not exceed **10 pages**): The Proponent's submission should provide a description of three (3) to five (5) projects, completed within the last 10 years, comparable in terms of size, type and/or complexity, where possible, demonstrating the values of the approach outlined in the vision of your proposal. Projects identified by the Proponent should demonstrate how the previous experience of the proposed Proponent team (as a whole or in terms of its individual Proponent team members) is relevant and will add value to the objectives of the Project. If a selected project was delivered by a member(s) of your team outside of its/their capacity within the Proponent organization, you should identify which of the personnel were involved with each project, in what capacity, and with what organization or company. This description should reference experience in the areas (a) to (d) outlined in Areas of Experience as per **Section 1** above. Proponents should include additional project descriptions as appropriate to demonstrate the experience of key Team Members' Experience and Qualifications.

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B4. Team Members' Experience and Qualifications:

a. Experience & Qualifications (Résumés should not exceed **3 pages each**): Experience and qualifications should be described on a résumé for each of the individuals within the Proponent's team. The information provided on each résumé should include sufficient information to demonstrate that each of the individuals on the Proponent team has the experience, expertise and qualifications to meet the needs of the Project and specify the role identified for each individual, as set out in the Proponent's organizational chart. **A list and description of project experience should be provided on each résumé**. The experience of the Proponent team members, considered collectively, should reflect the Areas of Experience listed under Section 1 above and should demonstrate the ability to execute the Proponent's vision for the Project.

b. Which member(s) (individual(s)) of the Proponent's team would act as team leader(s) or "innovation strategist(s)" with respect to delivering the vision? Include an explanation of their unique attributes (such as their strategic approach and experience).

C. Financial Strength of the Firm

Upon request, Waterfront Toronto's independent Financial Advisor (KPMG) will review the Proponent's financial statements at its offices or another agreed upon location, as an alternative to submission of financial statements.

The Lead Proponent must provide sufficient financial information to demonstrate that the Lead Proponent (or, if applicable, each member of the Joint Venture or Consortium) has the financial resources and strength to fully perform and complete all obligations, duties and responsibilities that the Lead Proponent may assume and undertake in connection with this project. To meet this requirement, the Lead Proponent (and, if applicable, each member of the Joint Venture or Consortium) should submit three (3) projects of similar size and complexity for reference and provide the following information:

1. The most current annual report for the company (or fund performance report in the case of a financial fund).

2. Copies of the most recent issuer/issue credit ratings (if applicable).

3. Copies of the most recent investment industry analyst's reports.

4. A current credit reference letter that is executed by the requisite officers of the Proponent's current corporate banking institution (including names, addresses and telephone numbers of such individuals) specifying the length and nature of the relationship between the Proponent and such reference bank and amount of financing that is currently available and/or provided to the Proponent.

5. Financial statements of the Lead Proponent (if applicable, each member of the Joint Venture or Consortium), which should include any one of the following:

   (a) Audited financial statements (if these exist) for the five full fiscal years immediately prior to the Submission Deadline and any interim financial statements produced since the audited financial statements;

   OR

   (b) Corporate tax filings for the five years immediately prior to the Submission Deadline (including all supporting financial statements).

6. A letter from the Chief Executive Officer or equivalent officer outlining existing claims, litigation or proceedings against the company, or attesting that there are none.

7. If the Lead Proponent intends to bring on a financial partner, co-investors and/ or technology providers to complete this project, such partner should be disclosed and its financial information should be provided as outlined above. Waterfront Toronto retains the right to assess any partner based on its proposed role within a Joint Venture or Consortium, and request financial information for that partner if deemed necessary.

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Waterfront Toronto will review only the financial information provided to it through this process, and cannot rely on previous project experience to assess financial capability for this project.

2. Final Evaluation Criteria

The following categories, weightings and descriptions are anticipated to be used in the final evaluation of rated criteria during Stage IV of the evaluation process (Concurrent Negotiations and BAFO), described in **Section 2** of this RFP. These criteria will apply only to BAFO proposals submitted by selected Proponents invited to participate in Stage IV.

	Rated Criteria Category	Weighting (Points)
a.	Refined Project Vision and Outcomes (Sustainability, Resilience, Urban Innovation, Complete Communities, Economic Development and Prosperity)	40 points
b.	Refined Business Case and Financial Requirements (Legal Structure, Business Case and Investment Strategy)	30 points
c.	Detailed Approach, Methodology and Work Plan	20 points
d.	Schedule (Gantt Chart)	5 points
e.	WTEI Plan	5 points
	Total Points	100 points

Note: Waterfront Toronto reserves the right to alter the evaluation criteria prior to the selected Proponents making BAFO proposal submissions.

Technical Proposal Submission Content (Final Evaluation)

The following are anticipated technical submission requirements that selected Proponents will need to address. In addition, as the negotiation process unfolds, there may be additional criteria that will also need to be addressed. All selected Proponents will be advised of any additional criteria to be incorporated into their BAFO proposal.

a. **Refined Project Vision and Outcomes (Sustainability, Resilience, Urban Innovation, Complete Communities, Economic Development and Prosperity)**
Details will be provided to the selected Proponents.

b. **Refined Business Case and Financial Requirements (Legal Structure, Business Case and Investment Strategy)**
Details will be provided to the selected Proponents.

c. **Detailed Approach, Methodology and Work Plan**
Selected Proponents to provide a more detailed description of its approach and methodology for implementation of the vision set out above in a) and b).

d. **Schedule (Gantt Chart)**
Develop a schedule that identifies the key deliverables at different intervals or milestones throughout the process provided that all required items are addressed in a manner that allows for regular demonstrations of progress, and for timely decision making.

e. **WTEI Plan**
Selected Proponents are required to submit a WTEI Plan with its proposal submission, addressing the different stages of the project and the range of potential employment-related opportunities that will be generated through the Project. Selected Proponents should also identify the extent to which its WTEI Plan will incorporate the cooperation/agreement of subcontractors, consultants and sub-consultants.

D. Pre-Condition of Award

Refer to **Appendix B - Form of Agreement**.

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GLOSSARY OF TERMS

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Glossary of Terms

The following is a guide to terms used throughout this RFP document:

333 Lake Shore Boulevard East (333 LSB) – a 2.4 hectare (6.0 acre) vacant lot. It is one of three development blocks that together make up the Project area.

Addenda (or Addendum) – written responses to inquiries received and/or additions, deletions, revisions to this RFP.

Blackout Period – The blackout period is for the period of time immediately following the release of the procurement document until the final award. To ensure that the Corporation's procurement process is fair, open and transparent to all Proponents, there shall be no communication between the Corporation, its consultants or contractors and the Proponents with the exception of the RFP Contact noted above during the Blackout Period. Lobbying during the procurement process will not be permitted and may result in disqualification.

Clean-tech – clean-tech refers to any business that involves platforms, products and processes for building technologies, building materials, green infrastructure or energy.

Climate-positive – net-negative operational Greenhouse Gas (GHG) emissions. Under the Climate Positive Development Program, projects reduce their emissions, capture carbon on-site (by creating carbon sinks), and offset the remainder by exporting clean energy or investing in carbon reduction initiatives in the surrounding community.

Complete Community – Communities that meet people's needs for daily living throughout an entire lifetime by providing convenient access to an appropriate mix of jobs, local services, housing, and community infrastructure. They include accessibility to public transportation and safe non-motorized travel options.

SitesProject area – the Project area is comprised of three primary sites located along Queens Quay East: the Quayside Development Block, the Parliament Development Lands and 333 Lakeshore Boulevard East. Please refer to **Section VI**.

East Bayfront – one of the precincts of Toronto's waterfront, which is generally bounded by Lake Shore Boulevard East to the north, Lake Ontario to the south, Parliament Slip to the east and Jarvis Street to the west. A portion of the Project area falls within East Bayfront.

East Bayfront Precinct Plan – a document that provides the vision for the East Bayfront, and which provides guidelines for the implementation of public infrastructure and built form in the precinct. The Precinct Plan was adopted by Toronto City Council in December 2005.

East Bayfront Zoning By-law 1049-2006 – was approved by Toronto City Council to amend the City of Toronto Zoning By-law and outline the uses permitted in the East Bayfront, the conditions under which the lands may be developed and design criteria such as heights, setbacks, parking and other requirements. By-law 1049-2006 was appealed to the Ontario Municipal Board; however, it has been approved for certain public lands within East Bayfront. The version of By-law 1049-2006 that was approved by the Ontario Municipal Board, and which applies to the Development Sites, is included in the Electronic Data Room.

Electronic Data Room – a website where electronic versions of the RFP documents, including Addenda, and background information will be posted by Waterfront Toronto. Information on how to access the Electronic Data Room is provided in **Section 1.4** of this RFP.

Evaluation Team – The Evaluation Team comprises staff members from Waterfront Toronto and external subject matter experts. The Evaluation Team is responsible for scoring the submissions, and making recommendations to the Steering Committee. See **Section 2.10** of this RFP.

Financial Advisors – KPMG LLP (Process, Financial Analysis and Transactions Advisor) brings its expertise in process, transaction structuring and real estate finance to the Project. They have been assisting and will continue to assist with refining an approach for attracting and securing partners in delivering the Project. This includes providing guidance on the appropriate sectors and types of companies to be engaged,

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potentially as partners; leading the market sounding with these parties; determining and structuring the most appropriate processes for securing their involvement; providing recommendations for the scale and phasing of the Project; and, determining and establishing appropriate deal structures for securing Waterfront Toronto's interests and achieving the overall Project objectives. KPMG's advisory services are augmented by N. Barry Lyons Consulting, which is a multi-disciplinary real estate consulting firm specializing in market research, urban planning, financial analysis and development management and by Urban Strategies planning and design firm..

Horizontal Infrastructure – the basic facilities, services and installations needed to support the functioning of a community, such as water and storm water management, energy systems

Industrial Internet of Things (IIOT) – A system that uses instruments and sensors to collect and share data over the internet, which can then be used to provide appropriate services in a given area. For example, a sensor in an "internet of things" system might capture the movement levels near a street light, and then use that information to provide a suitable amount of lighting in the area.

Intelligent Communities – communities where digital information technology has been applied through the built environment to improve the overall quality of life for people at home, work and play.

Integrated Design Process ("IDP") – is a collaborative process that enables all relevant project disciplines on a project team to work together in providing design solutions that optimize relationships between systems. The resulting creative design brings multiple benefits, often at a reduced cost. Waterfront Toronto's IDP requirements include the following:

1. A concept design phase focused on sustainability. The recommended approach is to hold conceptual design meetings (charrettes) attended by at least one individual from each member of the development team (including energy modeler and cost consultants), and contractors, where possible. This is led by an identified Experienced Green Design Concept (Charrette) Leader.
2. Integrated Design team meetings, lead by the Green Building Design Concept Leader, are to be held, as a minimum during design development and the 10%, 60% and 90% construction document stages.

Joint Venture – for the purposes of this RFP, a Joint Venture is an association of two or more parties who combine their money, property, knowledge, expertise or other resources in a single joint business enterprise, sometimes referred as a Consortium, to bid together on a requirement.

Key Personnel – are the key or important individuals who will make up the Lead Proponent and the Proponent's Team, including the Key Personnel set out in Section 3.1.2 of this RFP.

Lead Proponent – is the member of the Proponent team that provides an RFP Submission in response to this RFP, and who is intended to be the party that enters into agreements with Waterfront Toronto in order to become the Innovation and Funding Partner of the Project.

Minimum Green Building Requirements ("MGBR") – minimum building requirements established by Waterfront Toronto, which build on the LEED® system. A copy of the current Minimum Green Building Requirements is available in the Electronic Data Room.

Parliament Development Lands – The Parliament Development Lands is one of three development blocks that together make up the Project area. It will be created by the future realignment of Parliament Street south of Lake Shore Boulevard East and the extension of Queens Quay East across the north end of the Parliament slip. It will total approximately 0.6 hectares (1.5 acres).

Participant in Charge – is the primary contact in the case of a Joint Venture.

Proponent – an entity or group that submits an RFP Submission in response to this RFP. All proponents, as anticipated herein, shall be singularly and collectively referred to as Proponent, as the case may be.

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Proponent's Team – a team of firms or individuals that make up the Submission including the Lead Proponent and its consultants and advisors.

Proponent's Team Member – individual members of a team of firms or individuals that make up the Submission including the Lead Proponent and its consultants and advisors.

Province of Ontario (or the "Province") – the Government of Ontario.

Quayside Development Block – The Quayside Development Block is one of three development blocks that together make up the Project area. It includes all the land between Bonnycastle Street and Small Street, and Lake Shore Boulevard East and Queens Quay East, totalling approximately 1.8 hectares (4.5 acres).

RFP Contact - Waterfront Toronto's Process Manager is the "RFP Contact" of this RFP process. All enquiries or communications must be directed to the RFP Contact, which is Betty Leung, Procurement Manager Email: procurement@waterfrontoronto.ca

RFP Submission (or "Submission") – a written Submission submitted by a Proponent in response to this RFP.

RFP Submission Forms (or "Submission Forms") – forms provided in electronic format as Appendix B to this RFP that are to be completed and submitted by the Proponent. Submission Forms may be downloaded from Waterfront Toronto's Electronic Data Room.

RFP Website – is the website that Waterfront Toronto has created to assist with providing the necessary material and information to the Proponent.

The RFP website is www.quaysideTO.ca

Selected Proponents – those Proponents selected through this RFP process to proceed to the subsequent RFP process.

Steering Committee – is responsible for overseeing the Evaluation Team's evaluation of the submissions and making a recommendation to Waterfront Toronto's Board of Directors. The Steering Committee comprises representatives from Waterfront Toronto's executive team and Board, and independent external subject matter experts. See **Section 2.9** of this RFP.

Submission Deadline – the latest date and time that the Proponent's Submission must be received by Waterfront Toronto via courier or in person. The Submission Deadline are set out in the RFP Timetable in **Section 1.2**.

Sustainability Advisor – Arup Canada Inc (Sustainable Systems and Technology Advisor) has expertise in sustainable systems and technology at both the building and precinct levels, as applicable to the planning and implementation of large, multi-phased, mixed-use developments. They have been assisting and will continue to assist with establishing specific sustainability and innovation targets for the Project, as well as approaches for achieving these targets, including the ways in which Waterfront Toronto and its potential delivery partners might each contribute to these targets. Data-informed design and decision-making will be the foundation of this work, including modelling various scenarios in order to quantify the costs and benefits from ecological, social and economic perspectives. Arup is the lead for the Sustainable Systems and Technology Advisor, and they are also supported by Urban Strategies planning and design firm, HR&A real estate, economic development and public policy consulting and A.W Hooker Associates a firm of quantity surveyors and cost consultants.

Team (the) – for the purpose of this RFP, the Team is Waterfront Toronto, its Financial Advisor and its Sustainability Advisor.

Toronto Green Standard ("TGS") – a two-tier set of performance measures with supporting guidelines related to sustainable site and building design for new developments. TGS was prepared by the City of Toronto to promote more efficient use of finite resources, protect against rising impacts on the environment, and improve the quality of life in the City. The Toronto Standard is a "made-in-Toronto" approach that integrates existing city guidelines and targets with standards from private rating systems such as LEED® and Green Globes. A copy is available in the Electronic Data Room.

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Vertical Development – the design and construction of buildings.

Vertical development Ppartners – for the purpose of this RFP, vertical development partners refers to real estate development teams, including developers, architects, planners, contractors and others, involved with the design and construction of buildings.

Waterfront Design Review Panel (or the "Design Review Panel") – an advisory panel established by Waterfront Toronto to provide peer review and advice related to architectural and public realm design. The Design Review Panel will review and comment on materials in accordance with the Design Review Panel By-laws, Policies and Procedures document, which is available in the Electronic Data Room.

Waterfront Toronto – the operational name of the Toronto Waterfront Revitalization Corporation.

Waterfront Toronto Board of Directors (or "Board of Waterfront Toronto") – Waterfront Toronto is governed by an 11-member Board of Directors, including the chair, appointed by the federal and provincial governments and the City of Toronto.

Sustainability Framework – a document that outlines Waterfront Toronto's goals, objectives and targets with respect to achieving sustainability. A copy of this document is available in the Electronic Data Room.

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Edward Chalupka [redacted]@waterfrontoronto.ca>
Sent: March 22, 2019 9:08 AM
To: adam.redish@ontario.ca; Wendy Ren (wendy.ren@ontario.ca); Whitehead, Cam (MOI); Campbell, Glenn (INFC)
Subject: FW: ADM - Social Infrastructure
Attachments: ADM_Social Infrastructure MIDP Chapter DRAFT (1).pdf

Deck for this morning's briefing.

Ed

From: Leslie Gash
Sent: Friday, March 22, 2019 9:07 AM
To: Edward Chalupka
Subject: FW: ADM - Social Infrastructure

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Page(s) 300 to 308
are withheld
pursuant to paragraph
20(1)(b), 20(1)(c) & 20(1)(d)
of the *Access to Information Act*

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La/les page(s) 300 à 308
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
20(1)(b), 20(1)(c) & 20(1)(d)
de la *loi sur l'accès à l'information*

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Civic Labs <CivicLabs@waterfrontoronto.ca>
Sent: March 21, 2019 11:16 AM
Cc: Ian Malczewski
Subject: Civic Lab 2 Meeting Summary + Reminder to RSVP for March 26
Attachments: Draft Summary Quayside Civic Lab 2 (March 4, 2019) - FOR PARTICIPANT REVIEW.pdf; Agenda (Civic Lab 3) - Mar 26 2019.pdf

Civic Labs

Hello,

On behalf of Waterfront Toronto, thank you for your participation Civic Lab 2: Quayside Digital Stewardship. We've attached a Draft meeting summary that highlights the key points raised in the meeting.

If you have suggested edits to this draft summary, please share them with Ian at Ian Malczewski imalczewski@swerhun.com by Wednesday, March 27.
After that date, we will distribute a final summary and post them on to our website.

This is also friendly reminder to please RSVP to our next meeting if you have not yet confirmed:
Civic Lab 3 – *Realizing the Value of Data*

Tuesday, March 26, 2019
2:00 p.m. - 5:30 p.m.

Globe and Mail Centre
351 King St E #1600, Toronto, ON M5A 0N1

Meeting agenda and speakers is available attached.

Please RSVP to CivicLabs@waterfrontoronto.ca by *Friday, March 22, 2019, 5:00pm*

Many thanks,

Louroz

Louroz Mercader | Communications and Public Engagement Manager | **Waterfront Toronto** | 1310-20 Bay Street | Toronto ON M5J 2N8 [redacted] | lmercader@waterfrontoronto.ca | waterfrontoronto.ca

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Quayside Civic Lab 3 – Realizing the Value of Data

March 26, 2019
Globe and Mail Centre
351 King St E #1600, Toronto, ON M5A 0N1

AGENDA

2:00 pm **Welcome & Opening Remarks**
Charles Finley, Waterfront Toronto's Digital Strategy Advisory Panel

2:05 **Introductions & Agenda Review**
Nicole Swerhun, Facilitator, Swerhun Inc.,

2:15 **How Value Could Flow in the Urban Digital Ecosystem**
Kristina Verner, Vice President, Innovation, Sustainability & Prosperity, Waterfront Toronto

2:25 **City of Toronto Update**
Michael Noble, Waterfront Secretariat, City of Toronto

2:30 **Expert Briefing**
Each presentation will be 10 minutes, followed by up to 10 min of questions and/or comments from participants for each speaker.

- Setting the Stage – Intellectual Property in the Canadian Context
  George Takach, Senior Partner, Technology Law, McCarthy Tétrault
- Smart City Data as an Important Public Resource
  Kurtis McBride, CEO and Co-Founder, Miovision
- The World of Open Data
  Bryan Smith, ThinkData Works Inc.
- Best Practices from Around the World
  Michael Geist, Canada Research Chair in Internet and E-Commerce Law, University of Ottawa Chair, Waterfront Toronto's Digital Strategy Advisory Panel

3:50 **Break**

4:05 **Discussion on the Value of Data (small group and full room)**

1. What are the key questions that the presentations generated for you?
2. What additional information would be helpful to assessing any proposal related to realizing the value of data in Quayside?
3. Do you have any other feedback or advice for Waterfront Toronto to consider?

5:00 **Expert Reflections**
Each expert will reflect on the questions and feedback received, providing their insights into some of the key factors they suggest Waterfront Toronto consider when evaluating proposals related to realizing the value of data in Quayside.

5:25 **Closing Remarks**
Kristina Verner, Vice President, Innovation, Sustainability & Prosperity, Waterfront Toronto

5:30 **Adjourn**

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Draft Meeting Summary

Civic Lab #2 — Quayside Digital Stewardship Body
March 4, 2019

Overview

This is a draft summary of feedback shared by participants during plenary and small table discussions at Waterfront Toronto's Civic Lab #2. The Quayside Civic Labs are a forum for subject matter experts and advocates to share advice with Waterfront Toronto about issues related to potential digital elements in the planning of Quayside. Civic Lab #1 discussed Digital Governance and Civic Lab #2 — the focus of this summary — discussed digital stewardship, including the Quayside Digital Ecosystem and the potential of a Digital Stewardship Body for Quayside (see Appendix A. Meeting Agenda and Appendix B. Participant List).

This draft summary was written by Ian Malczewski and Nicole Swerhun, third party facilitators with Swerhun Inc., supporting Waterfront Toronto in delivering the Quayside Civic Labs. This summary captures key themes from the discussion; it is not intended to serve as a verbatim transcript. **If you have suggested edits to this draft, please share them with Ian at imalczewski@swerhun.com by Wednesday, March 27**. After that date, a final summary will be distributed.

Draft Summary of Key Points Raised in Civic Lab #2

The points below reflect highlights of the discussion shared in plenary discussions — they are not intended to indicate consensus and the order of the points is not intended to imply priority.

1. **Need to define the purpose, problem, and/or value**. This message was a clear, over-arching theme of the discussions during Civic Lab #2. Participants said that the draft Quayside Digital Ecosystem was missing a description of the problem it would be created to solve. They said that in order to have a meaningful discussion about the governance or architecture of a Digital Stewardship Body, we need to have a clear and comprehensive understanding of the purpose of a smart city and/or the problem we're trying to solve. For example:

    - There were participants who noted that some of the discussions around Quayside reflect an assumption that data collection benefits the public, but they questioned how we know this is true?
    - Several participants said it was critical that Waterfront Toronto be clear on what benefits, if any, a smart city at Quayside will deliver in terms of public good? What problems will it help Toronto solve?
    - There were questions about whether we are trying to design a smart / digital city to solve a specific problem or if it is about creating a platform that could be used to solve problems that would be identified later?
    - It was suggested that articulating the purpose and value of a smart city would give people a framework to think through the trade-offs, choices, and consequences associated with a Digital Stewardship Body in Quayside. Since smart city proposals will

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likely increase (both in Toronto and beyond), there is an opportunity to use this project to begin working through the hard issues that come with them.

- In terms of a Digital Stewardship Body itself, participants suggested defining its purpose, too: what does a Stewardship Body offer that is different from what exists today? Why is a Stewardship Body better than what is already achieved through contractual agreements? What are the risks and benefits of having one Stewardship Body versus a series of series of them?

2. **Public education is essential**. Along with needing a clear purpose, there was a consistent focus on the need for broad, public education focused on the potential benefits, risks, and trade-offs associated with smart cities. This education would need to focus on issues like privacy and data collection and use (among others). As part of any education effort, it will be important to manage apathy, the attitude that "tech companies already know everything about me already anyway," and the consequences of persistent and pervasive shrugging about privacy. The Info Sheets Waterfront Toronto has prepared to date are a good start — there should to be more of them, and they should be accessible to a broad audience. The Toronto Public Library could be an important part of this education campaign since it is already a trusted public agency that has day-to-day contact with residents across the city. Another option could be to encourage organizations to apply to governments for funding dedicated to supporting smart city education— such a process could also help ensure a range of voices are involved in education efforts (so that these efforts reflect more than pro-smart city, benefits-focused perspectives). Finally, children and youth could be a key audience of education efforts since they will inherit the consequences of decisions.

3. **Public trust and public accountability are essential.** Several participants identified a critical role for the public sector in whatever Data Stewardship Body is created for Quayside in order to maintain public trust. The public sector needs to lead digital stewardship and cannot outsource the protection of the public interest to the private sector. All three levels of government need to work together and be clear about their respective roles in Quayside. At the same time, it is important that the different levels of government do not create too much red tape and stifle innovation.

4. **How is a Digital Stewardship Body funded and composed?** Participants offered a wide range of thoughts on the potential composition and funding of a Digital Stewardship Body. These perspectives included:

    - *A push for public leadership:* Many participants said that public sector leadership would be important in making sure people trust the body, have transparency into smart city algorithms, have a mechanism to push back on mis-uses of data (i.e. to ensure compliance), and can engage in decision making about collective data. Some said it would be essential for a Stewardship Body to be centralized, saying this model would be better positioned to enforce polices and regulations and protect the public interest. The public sector could also be involved in a Digital Stewardship Body through an ombudsman or an organization like the Toronto Public Library.

    - *A role for the private and non-profit sectors:* There were participants who said public sector data custodians have not always been helpful or inventive when it comes to stewarding and sharing data on their own. They thought that there could be a role for the private sector in a Stewardship Body — it would be important to understand how small and medium enterprises could fit into it, for example. Some asked whether a non-profit, co-op, or multi-stakeholder model could work, suggesting there needs to be more than

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one player overseeing the body (i.e. it should not be 100% private sector-led or public sector-led). Another reason given for exploring a hybrid approach was that the public benefits of a smart city may require private investment.

- *Protect the public interest, without cramping innovation:* A Digital Stewardship Body would need to strive to balance the spontaneity and unpredictability of innovation with the protection of the public interest. It may also make sense to separate the technical solution from the decision-making role (e.g. the Province could manage the technical back-end since it will likely be replicated in different places, while decision-making may change for different communities). One thing Waterfront Toronto could do to help inform these discussions is develop a way to test if a Digital Stewardship Body model is robust enough to prevent and/or mitigate the concerns about data collect and use being raised through the process to date.

- *Need to understand funding to understand governance:* In terms of funding, some participants suggested that a Stewardship Body should be publicly-run and funded because it is too great a risk if a private, commercial entity runs it and it goes out of business. It would be important to think through how a Stewardship Body could ensure the public and governments get a fair of the benefits enabled by a smart city — such as levying a licensing fee similar to levies government applies to natural resources. There were also suggestions to connect the funding model of a Digital Stewardship Body to the legal framework that governs it. Whatever the model for a Digital Stewardship Body is, it needs to focus on keeping value in Toronto.

5. **Importance of regulatory framework, legal issues, enforcement, and compliance**. There are a range of important legal questions that need to be answered in order to inform Waterfront Toronto's work related to a potential Digital Stewardship Body for Quayside, including: Can data legally be considered property? Who is liable if there's a data breach? What is the legal framework governing data collection and sharing? What are the limits of the prevailing legal and regulatory framework and, given that laws do not change quickly, what can we do with what we already have? The regulatory framework would need to be developed by and with tech people, not only lawyers, and there would need to be enforcement built into the framework if the public is going to buy-in. Would it be possible to take an extra-legislative approach to data management, similar to how forests can be managed through Forest Stewardship Certificates?

6. **Potential ways to manage data access.** A Digital Stewardship Body would need to spell out and implement laws describing what is and isn't acceptable in terms of data collection, analyze the risks associated with data collection and identification, and monitor how data is "washed" of personal identifiable information. It would also need to think carefully about data access, including if/how data is shared with private companies and public authorities, for what purpose, and with what consent. Ideas and concerns raised through discussion included:

    - *Consider creating a Digital Stewardship Body with three levels of data access:* Synthetic data that would be accessible to all; de-identified data that could be used to build models and make predictions; and limited access to the actual data to those who really want it, know what to do with it, and will be willing to go through a complex process to obtain it (e.g. by completing Responsible Data Impact Assessment requirements). Some said the Digital Stewardship Body cannot and should not be a monopoly held by one actor or interest, since this will stifle innovation, particularly from small companies that depend on

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monetization of their data to fund their work. In terms of monetization of data, some felt that people should be compensated for the use of their data (similar to how there is a SOCAN fee where musicians are compensated when their data (music) is used).

- *The need for people to be able to control their data.* For example, they should be able to provide consent and opt in or out of having their data collected — today, there is no way to opt out of being counted as part of the data monitoring for the King Street Pilot, for example. People should also be able to limit the application of data to its originally intended use to prevent abuse and mis-use of data (for example, municipalities should use data to better municipal services, MOE should use data for environmental programs, etc). Similar to medical research, if a researcher is looking for one application and accidentally finds another, she/he needs to restart the grant application process and the research.

- *The potential use of data to inform policing efforts.* Policing was identified as an example of one important use case that would need to be addressed through a policy around law enforcement requests for data, for example.

7. **Look to what others have done.** Participants said this work should not happen in a bubble, and that Waterfront Toronto should look to other examples of Digital Stewardship Bodies and data / technical standards (such as ISO, IOT, and AI standards). Waterfront Toronto should look at what has driven others to create these kinds bodies and standards, what regulatory environments exist to support these bodies, what questions they posed, and how they addressed those questions. Suggested specific examples to look at included: Research Ethics Boards, Dublin's Smart Docklands, and San Francisco's Transportation Policy Development. More locally, participants referenced the Toronto Public Library, Presto, and Smart Meters as examples of data collection and use (including personal data) in practice; these organizations may have lessons or models to share.

8. **Other advice including:**

- *Need to understand the business model.* Sidewalk Labs needs to reveal how they envision making money by investing into the smart city.
- *Need for a regulatory sandbox* to pilot a Digital Stewardship Body (like a Civic Digital Trust) that uses de-identified data.
- *Need for more specific uses cases and examples,* such as what kinds of technology will be used.
- *Need for more technologists in these discussions* to help think through some of the tough issues. While some participants supposed using open data principles in Quayside, others said it may not be realistic for data to be open —technologists could help think through some of the different options and consequences.

Next steps

Waterfront Toronto will host the next Civic Lab — which will focus on intellectual property and data monetization — on March 26.

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Appendix A. Meeting Agenda

Quayside Civic Lab 2 – Quayside Data Stewardship
March 4, 2019
MaRS Discovery District, 101 College Street, Auditorium

1:00 pm **Welcome & Opening Remarks**
Michael Geist, Chair, Waterfront Toronto's Digital Strategy Advisory Panel

1:05 **Introductions & Agenda Review**
Nicole Swerhun, Facilitator, Swerhun Inc.,

1:15 **Quayside Data Stewardship**
Kristina Verner, Vice President, Innovation, Sustainability & Prosperity, Waterfront Toronto

1:35 **City of Toronto Update**
David Stonehouse, Waterfront Secretariat, City of Toronto

1:40 **Quayside Data Stewardship Body: Models & Learnings from other Jurisdictions**

1:40 Reviewing the International Context, with examples from other jurisdictions
Lisa Austin, Professor and Chair in Law and Technology, University of Toronto Faculty of Law

2:00 Open Data Process and Landscape
Kevin Tuer, Managing Director, Open Data Exchange & Vice President Strategic Initiatives, Communitech

2:15 **Discussion** (small table and full room)

3:00 Break

3:15 **Digital Trusts**

3:15 Models of Digital Trusts
Chantal Bernier, National Practice Leader Privacy & Cybersecurity, Dentons

3:25 MaRS Report on Civic Digital Trusts
Alex Ryan, Joe Greenwood, MaRS

3:45 **Discussion continued** (small table and full room)

4:55 **Closing Remarks**
Kristina Verner, Vice President, Innovation, Sustainability & Prosperity, Waterfront Toronto

5:00 **Adjourn**

Questions for Discussion:

Do you have any questions of clarification for the presenters?

Based on the presentations and discussions shared, and your insights and expertise, what ideas or advice would you like to see Waterfront Toronto consider related to data stewardship at Quayside?

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Appendix B. Participant List

Organizations that were invited to Civic Lab #2 is below; organizations that attended are **bolded**.

TO BE INCLUDED WITH THE FINAL SUMMARY

Media

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ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: March 12, 2019 8:48 AM
To: Mitchell2, Lisa (INFC); INFC.O IPI.branch-DG.IPI O.INFC
Subject: RE: Google Alert - canada infrastructure bank
Attachments: 310d7ac8-fb07-49c8-b673-833ccbd31d08.pdf

[redacted] if helpful, see PDF attached.

From: Mitchell2, Lisa (INFC)
Sent: March 11, 2019 8:53 PM
To: INFC.O IPI.branch-DG.IPI O.INFC
Subject: FW: Google Alert - canada infrastructure bank

CIB/WFT story updated below.

From: Google Alerts [mailto:googlealerts-noreply@google.com]
Sent: March 11, 2019 8:06 PM
To: Mitchell2, Lisa (INFC) <lisa.mitchell2@canada.ca>
Subject: Google Alert - canada infrastructure bank

Google Alerts

canada infrastructure bank

Daily update · March 12, 2019

NEWS

Sidewalk Labs in talks with investors for Toronto smart-city **infrastructure**, document shows
The Globe and Mail
The company also wrote in the document that it had "discussed general capital structure with the [**Canada**] **Infrastructure Bank**." In an interview with ...

Flag as irrelevant

Canada and Saskatchewan support highway improvements to ensure safer and more efficient ...
Canada NewsWire (press release)
Through the Investing in **Canada infrastructure** plan, the Government of **Canada** is investing more than $180 billion over 12 years in public transit ...

Flag as irrelevant

Streetwise newsletter: Callidus interim CEO resigns; Barrick drops hostile bid, signs joint venture ...
The Globe and Mail

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... entering into preliminary agreements with private investors and engaging in discussions with the **Canada Infrastructure Bank** about the proposed ...

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Published | Publié: 2019-03-12
Received | Reçu: 2019-03-12 03:33 (EST)

THE GLOBE AND MAIL

Globe and Mail | Report on Business | B3

Document shows progress in Sidewalk Labs project

Toronto waterfront venture has completed seed financing for infrastructure plans, entered preliminary agreements with investors

Josh O'kane, Bill Curry

Sidewalk Labs has been shopping for financing partners for **infrastructure** on Toronto's eastern waterfront, entering into preliminary agreements with private investors and engaging in discussions with the **Canada Infrastructure Bank** about the proposed **smart-city** development, according to an internal document obtained by The Globe and Mail.

A subsidiary of Google parent company Alphabet Inc., the urban-planning firm signed a deal with the tripartite development agency **Waterfront Toronto** in October, 2017, to develop a 12acre plot at the foot of Parliament Street called **Quayside**, with the potential to extend some aspects of planning across much larger swaths of the waterfront. The two parties have since faced criticism, including from Ontario's auditor-general, for the project's procurement process, governance, and potential datacollection and privacy implications.

Sidewalk has floated many public ideas about potential technologies that could be installed in its proposed Toronto community, but less has been made public about its progress toward **infrastructure** plans for the area. While public agreements show that Sidewalk has long planned to finance some **infrastructure** with the **Quayside** project, it has not yet been given final approval by **Waterfront Toronto's** board or city council.

Many concrete details are not expected until a draft "master innovation and development plan" is released to the public for consultation later this year.

But The Globe and Mail has obtained an internal Sidewalk report to Alphabet last November, in which the company said it had completed seed financing for **infrastructure** plans, and had entered into preliminary agreements with external investors.

The company also wrote in the document that it had "discussed general capital structure with the [**Canada**] **Infrastructure Bank**."

In an interview with The Globe's editorial board this month, Sidewalk chief executive Dan Doctoroff said that "we're fairly far along" in creating an investment company to "finance next-generation **infrastructure**," but declined to comment on the identity of potential investors.

He confirmed discussions with the **Infrastructure Bank** and said that it could "conceptually play a role in financing **infrastructure** on the waterfront."

In an e-mail to The Globe, **Infrastructure Bank** spokesman David Wills confirmed that "preliminary introductory discussions were held last year, which is standard for any external organization."

During the interview, he said that investing in light-rail transit for the eastern waterfront would be Sidewalk's No. 1 **infrastructure** priority. Details from the internal Sidewalk presentation, some previously reported by the Toronto Star, show that in return for investments both in the **Quayside** plot of land and, potentially, across as much as 85 further acres of waterfront property, the company wants a share of incremental tax revenue and developer charges. It also hopes for a share of the increase in land value for a broader swath of waterfront that would benefit from Sidewalk's presence in the area.

In the interview, Mr. Doctoroff likened this plan to the financing of Hudson Yards in New York by the Bloomberg administration, for which he was a deputy mayor.

Sidewalk Labs is Alphabet's bet on becoming a kind of digital layer for urban development - an attempt to rethink urban planning through data, just as Google changed how the world gathers and consumes information.

Its engagement with the **Infrastructure Bank** gives a glimpse into a Liberal promise to attract large outside investors such as pension funds to participate in Canadian projects dating back to the 2015 election campaign.

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Finance Minister **Bill Morneau** announced a decision to go ahead with the bank in his 2016 economic update, providing it with a budget of at least $35-billion. It did not formally announce its first project until the summer of 2018. At that time, the bank said it would provide a $1.28-billion low-interest loan for **Montreal's REM** light-rail line.

John Brodhead, a Liberal Party veteran who helped write the party's **infrastructure** promises, played a senior role in the bank's creation as chief of staff to thenInfrastructure Minister Amarjeet Sohi. He is also a former senior aide to ex-Ontario premier Dalton McGuinty, where he worked closely with Gerald Butts, who recently resigned as principal secretary to Prime Minister **Justin Trudeau**. Mr. Brodhead left government in April, 2018, to join Sidewalk Labs after a brief stint working as chief of staff to the **federal** Indigenous Services Minister.

Federally, **Waterfront Toronto** reports to **Infrastructure Canada**.

Government correspondence obtained by an Access to Information request shows that Mr.Brodhead was involved in **Waterfront Toronto** discussions before and during the **Quayside** request-for-proposals (RFP) process. That correspondence showed that **Waterfront Toronto** staff had discussed financing some of its **infrastructure** needs on the eastern downtown portion of the waterfront through the bank with Mr. Brodhead before the **Quayside** RFP process even opened.

Six months after the deal was approved, Sidewalk hired Mr.Brodhead in a role overseeing policy and strategy. His position involves connecting the project with influential people; he took part in recruiting members for an "advisory panel" of executives and prominent Canadians whose meetings are not open to the public.

Both Mr. Doctoroff and the **Infrastructure Bank** said Mr. Brodhead had no involvement in Sidewalk's conversations with the bank. Asked if he believed Mr. Brodhead's involvement might be a conflict of interest, Mr. Doctoroff said: "We're very aware of every conflict-of-interest law and rule that actually exists, and are scrupulous in terms of abiding by them." The Globe requested an interview with Mr. Brodhead through Sidewalk Labs, but was declined.

Waterfront Toronto spokesman Andrew Tumilty confirmed in an e-mail the agency's pre-RFP interaction with **Infrastructure Canada** staff who were responsible for the bank's setup. "Given its mandate to invest in public transit, economic development, and **green infrastructure** projects, the CIB presented an opportunity to investigate financing for a bundle of **infrastructure** projects on the Eastern waterfront," he wrote.

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ATIA - 16(2) ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: March 11, 2019 7:05 PM
To: Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC)
Subject: Fw: ADM Quayside Working Group Follow Up
Attachments: MIDP Development Schedule Mar 06-19.pdf

Where did this stuff land?

Glenn Campbell
[redacted]
613 941 0722 (w)

From: David Stonehouse
Sent: Saturday, March 9, 2019 6:39 AM
To: 'Redish, Adam (MOI)'; Faraday-Smith, Nancy (INFC)
Cc: Campbell, Glenn (INFC)
Subject: FW: ADM Quayside Working Group Follow Up

All:
This is my attempt at a narrative for a joint response, based on our earlier discussion:

- Agree that making the draft MIDP public once it has been submitted to Waterfront Toronto (in late May) will be more transparent.
- WT's challenge will be to organize the right briefings in late March, April and early May to make sure that governments understand the content of the draft MIDP prior to public release:
  - Briefing materials will need to be detailed and robust;
  - Briefings will need to allow for governments to: take away information; consult with internal stakeholders and subject matter experts; and report back;
  - If there are still significant questions on the content of the draft MIDP at the conclusion of the briefings, additional time may be required.
- Can a short (one to two week) government review of the draft MIPD be retained?

David
David Stonehouse
City of Toronto
Waterfront Secretariat
City Planning Division
416-392-8113
481 University Avenue, 6th Floor

From: Edward Chalupka [redacted]@waterfrontoronto.ca]
Sent: March 7, 2019 5:29 PM
To: Campbell, Glenn (INFC) ; Faraday-Smith, Nancy (INFC) ; Tippins, Shawn (INFC) ; adam.redish@ontario.ca; Fausto Iannialice (fausto.iannialice@ontario.ca) ; Wendy Ren (wendy.ren@ontario.ca) ; David Stonehouse ; Michael Noble
Cc: Kevin Greene ; Meg Davis ; Kristina Verner ; Leslie Gash
Subject: ADM Quayside Working Group Follow Up

Hello All –
As a follow-up from our ADM Quayside Working Group meeting Tuesday and on the topic of the MIDP timeline and blackout period, please find a summary of yesterday's conversation and proposed next steps.

BACKGROUND:

Waterfront Toronto's IREQ committee and WT's management team has asked the ADM-QWG to consider two asks:

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1) Consider making the draft MIDP public once it has been submitted to Waterfront Toronto, rather than allowing for a MIDP draft to be reviewed internally by both WT and our Gov't stakeholders.
2) Consider whether all Gov't partners would agree with a blackout period once the MIDP proposal is submitted for review and evaluation.

COMMITTEE FEEDBACK

On item 1) Members understood and supported the merits of making a MIDP draft public and asked for more time to consider this ask. Members suggested that Gov't agencies and City staff departments will likely still need to understand all content that is proposed to be incorporated into the MIDP before a draft is issued publicly.

On item 2) Members generally supported the idea of a blackout period, and asked for more information on when this would be imposed. Committee members also highlighted the difficulty in managing the governance around a full blackout period with SWL at all levels of Gov't and City staff.

WT management have created a draft Proposed MIDP schedule (attached) to highlight:

1) How Gov't agencies/staff could be made aware of MIDP content before a draft is issued
2) When WT would propose a blackout period
3) How and when a public release could be supported

Please note dates in the timeline are approximate – discussions with SWL will be necessary to confirm

ASK

Could committee members please review the attached schedule and provide feedback and some input on whether they could support this approach to the MIDP schedule. If possible, WT would like to get a response from governments by end of week (Friday).

Many Thanks

Ed

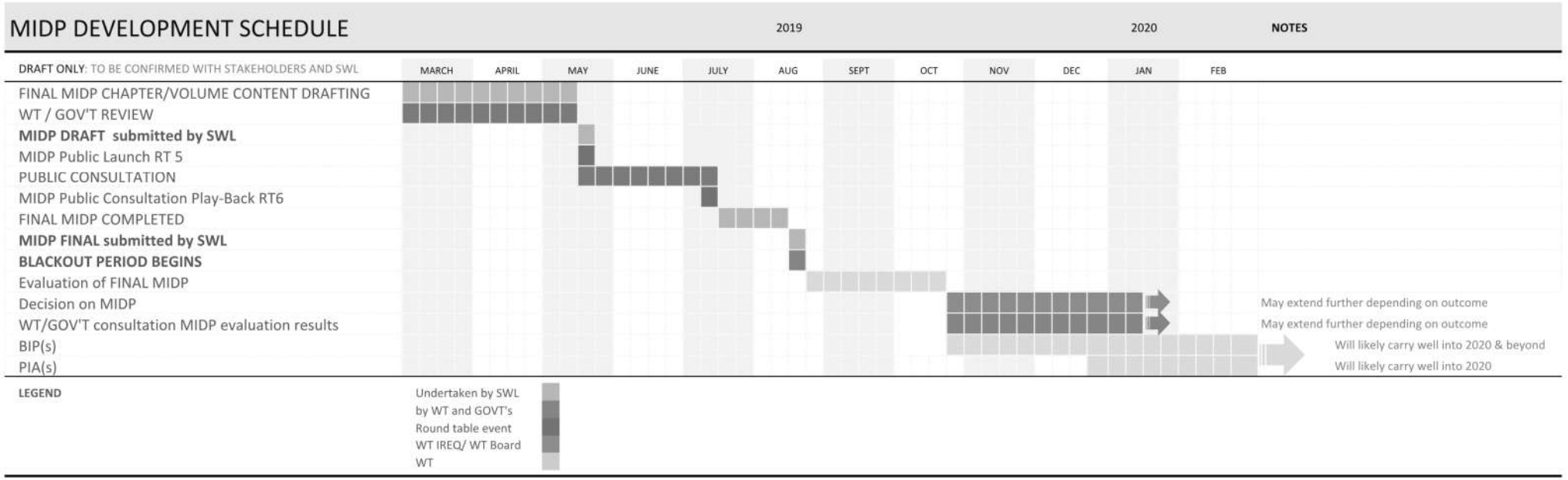
edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca



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MIDP DEVELOPMENT SCHEDULE



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Renshaw, Brett (INFC)

From: Civic Labs <CivicLabs@waterfrontoronto.ca>
Sent: March 8, 2019 12:19 PM
Subject: Civic Lab 3: Intellectual Property, Data Ownership & Monetization of Data (March 26)
Attachments: Civic Lab 3 Invitation.pdf

Civic Labs

Civic Lab # 3

Intellectual Property, Data Ownership & Monetization of Data

Tuesday, March 26, 2019
2:00 p.m. - 5:30 p.m.

Globe and Mail Centre
351 King St E #1600, Toronto, ON M5A 0N1

Waterfront Toronto and our Digital Strategy Advisory Panel (DSAP) invite you to participate in our next Civic Lab exploring issues related to
Intellectual Property, Data Ownership & Monetization of Data

Speakers and Agenda will be shared in advance
This invitation is non-transferable

Please RSVP by Friday, March 22, 2019, 5:00 p.m. to
CivicLabs@waterfrontoronto.ca

Many thanks,

Kristina Verner
Vice President, Innovation, Sustainability & Prosperity, Waterfront Toronto

Michael Geist
Chair, Waterfront Toronto Digital Strategy Advisory Panel

WATERFRONToronto

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Civic Labs

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Intellectual Property, Data Ownership & Monetization of Data

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351 King St E #1600, Toronto, ON M5A 0N1

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Speakers and Agenda will be shared in advance
This invitation is non-transferable

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CivicLabs@waterfrontoronto.ca

Many thanks,

Kristina Verner
Vice President, Innovation, Sustainability & Prosperity, Waterfront Toronto

Michael Geist
Chair, Waterfront Toronto Digital Strategy Advisory Panel

WATERFRONToronto

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: February 28, 2019 6:03 PM
To: IBeverley@waterfrontoronto.ca; [redacted]
Cc: Michael Nobrega; Gillis, Kelly (INFC)
Subject: Letter to Mr. Stephen Diamond
Attachments: Letter to Mr. Stephen Diamond.pdf

Dear Janet,

Please find attached a letter from the Minister of Infrastructure and Communities to Mr. Diamond, with a copy to the corporation.

The department will send formal hard copies.

As we do not have his email coordinates, please transmit to him with best wishes.

On behalf of deputy Minister Kelly Gillis and the team at Infrastructure Canada, we also look forward to continuing to working collaboratively with Waterfront Toronto.

Best regards, Glenn

Glenn Campbell
Assistant Deputy Minister
Investment, Partnerships and Innovation
Infrastructure Canada
427 Laurier, 10th floor, Ottawa
613 941-0722
Glenn.campbell@canada.ca

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Minister of Infrastructure
and Communities

Ministre de l'Infrastructure
et des Collectivités

Ottawa, Canada K1P 0B6

PROTECTED A

Mr. Stephen Diamond
President and CEO
Diamond Corp
22 St. Clair Avenue East
Suite 1010
Toronto ON M4T 2S3

FEB 2 2 2019

Dear Mr. Diamond:

I am pleased to inform you that you have been appointed jointly by the Lieutenant Governor in Council, by the council of the City of Toronto, and by myself the Minister of Infrastructure and Communities Canada, pursuant to section 5 of the *Toronto Waterfront Revitalization Corporation Act, 2002*, as chair of the board of directors of the Toronto Waterfront Revitalization Corporation, to hold office for a term of three years, effective March 15, 2019 and expiring on March 14, 2022.

Please accept this appointment with my best wishes that your tenure of office will be successful.

Yours sincerely,

The Honourable François-Philippe Champagne, P.C., M.P.
Minister of Infrastructure and Communities

c.c. Ms. Janet Rieksts-Alderman, Acting Chair, Board of Directors, Waterfront Toronto

Mr. Michael Nobrega, Interim President and Chief Executive Officer, Waterfront Toronto

Mr. Ian Beverly, General Counsel and Corporate Secretary, Waterfront Toronto

Canada

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Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: February 28, 2019 5:46 PM
To: adam.redish@ontario.ca; David Stonehouse
Subject: GOC: Letter to Mr. Stephen Diamond
Attachments: Letter to Mr. Stephen Diamond.pdf

Colleagues,

Please find attached the formal federal appointment of Mr. Diamond.

Regards, Glenn

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Minister of Infrastructure
and Communities

Ministre de l'Infrastructure
et des Collectivités

Ottawa, Canada K1P 0B6

PROTECTED A

Mr. Stephen Diamond
President and CEO
Diamond Corp
22 St. Clair Avenue East
Suite 1010
Toronto ON M4T 2S3

FEB 2 2 2019

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Minister of Infrastructure and Communities

c.c. Ms. Janet Rieksts-Alderman, Acting Chair, Board of Directors, Waterfront Toronto

Mr. Michael Nobrega, Interim President and Chief Executive Officer, Waterfront Toronto

Mr. Ian Beverly, General Counsel and Corporate Secretary, Waterfront Toronto

Canada

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Renshaw, Brett (INFC)

From: Edward Chalupka [redacted]@waterfrontoronto.ca>
Sent: February 25, 2019 11:04 AM
To: Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC)
Cc: Meg Davis; Kristina Verner
Subject: FW: Letter to the ETHI Committee
Attachments: [redacted]Letter to The Standing Committee on Access to Information.pdf

Please see the attached letter[redacted]

We can discuss further on our call at 1 today.

Ed

From: Meg Davis
Sent: Monday, February 25, 2019 10:31 AM
To: Cameron MacKay ; Edward Chalupka ; Andrew Tumilty ; Carol Webb ; Kristina Verner
Subject: Fw: Letter to the ETHI Committee

Sent from my BlackBerry — the most secure mobile device — via the Rogers Network

---

From[redacted]
Sent: February 25, 2019 10:29 AM
To: [redacted]@waterfrontoronto.ca
Cc: MDavis@waterfrontoronto.ca; KVerner@waterfrontoronto.ca
Subject: FW: Letter to the ETHI Committee

Michael,

Please find attached my letter[redacted]

Thank you,

[redacted]

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Page(s) 331 to 334
are withheld
pursuant to paragraph
19(1)
of the *Access to Information Act*

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La/les page(s) 331 à 334
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
19(1)
de la *loi sur l'accès à l'information*

ATIA - 16(2)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: February 25, 2019 7:56 AM
To: Eyre, Jennifer (INFC)
Cc: Mitchell2, Lisa (INFC); Faraday-Smith, Nancy (INFC); Fenrich, Julia (INFC); Logue, Joelle (INFC)
Subject: Draft MIN letter to Mayor Tory
Attachments: MIN letter to Mayor Tory.docx

Glenn Campbell
[redacted]
613 941 0722 (w)

Also should be saved here in GCDocs: MIN letter to Mayor Tory (https://gcdocs.gc.ca/infc/llisapi.dll/link/1601187)

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Page(s) 336 to 337
are withheld
pursuant to paragraph
21(1)(a) & 21(1)(b)
of the *Access to Information Act*

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La/les page(s) 336 à 337
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
21(1)(a) & 21(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 16(2)

Renshaw, Brett (INFC)

From: Mahdi, Nastassia (INFC)
Sent: February 22, 2019 2:34 PM
To: INFC.O PO.ADMO.Users/Utilisateurs.OP.BSMA O.INFC; INFC.O PR.ADMO.Users / Utilisateurs.PR.BSMA O.INFC; INFC.O IPI.admo-BSMA.IPI O.INFC; INFC.F CS ADM Office / Bureau du SMA SM F.INFC; O'Leary, Alison (INFC)
Cc: Douglas, Caroline (INFC); Campbell, Glenn (INFC); Peets, Gerard (INFC); Bertrand3, Nathalie (INFC); Fortin3, Marc (INFC); Powroz, Jen (INFC); Tam2, Pauline (INFC); Marchildon, Caroline (INFC); Devlin-Coull, Melissa (INFC); Valcov, Katherine (INFC); INFC.F DM Office / Bureau du SM F.INFC
Subject: FOR INFO: ETHI Summary Report - February 21, 2019
Attachments: ETHI_Summary Report_FEB 22 2019.doc

Good afternoon,
Attached is a summary report from yesterday's meeting of the Standing Committee on Access to Information, Privacy and Ethics (ETHI) on the subject of Privacy of Digital Government Services.
Witnesses included representatives from Waterfront Toronto and the Information Technology Association of Canada.
Thank you,
Nastassia

Nastassia Mahdi
Parliamentary Affairs Analyst /Analyste des affaires parlementaires
Infrastructure Canada
nastassia.mahdi@canada.ca
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Infrastructure Canada Canada

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Summary Report

Meeting of the Standing Committee on Access to Information, Privacy and Ethics (ETHI)

Privacy of Digital Government Services

February 21, 2019 from 3:30pm to 5:30pm

Members of the Committee in attendance:

Liberal Party of Canada:
Adam Vaughan (Spadina – Fort York)
Nathaniel Erskine – Smith (Beaches – East York) – Vice- Chair
Mona Fortier (Ottawa – Vanier)
Frank Baylis (Pierrefonds – Dollard)
Raj Saini (Ontario)
Anita Vandenbeld (Ottawa West – Nepean)

Conservative Party of Canada:
Bob Zimmer (Prince George – Peace River – Northern Rockies) – Chair
Jacques Gourde (Lévis – Lotbinière)
Hon. Peter Kent (Thornhill)

New Democratic Party:
Charlie Angus (Timmins – James Bay) – Vice-Chair

Witnesses:

Waterfront Toronto (WT)
- Meg Davis, Chief Development Officer
- Kristina Verner, Vice-President, Innovation, Sustainability and Prosperity

Information Technology Association of Canada (ITAC)
- André Leduc, Vice-President, Government Relations and Policy
- Michael Fekete, Partner, Technology, National Innovation Leader, Osler, Hoskin & Harcourt LLP (by videoconference: Toronto, Ontario)

Overview of hearing:
The chair opened the meeting by welcoming the witnesses. MP Angus and MP Erskine-Smith made recommendations to invite additional witnesses (i.e. John Brodhead).

Ms. Davis provided opening remarks, and discussed policy considerations for the quayside project and Waterfront Toronto relative to fundamental rights to privacy. She noted that this project is one of the largest urban development projects underway in North America, and that its unique tri-government model is working. She also emphasised the different components noting employment, residential units and commercial space. She noted that Sidewalk Labs sole job has been to prepare for consideration a Master Innovation and Development Plan (MIDP) of quayside which will partly be contingent on protection of privacy. Evaluation of the proposal will use due diligence, public

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consultations and the proposal will be reviewed by all levels of government. If the MIDP does not deliver in the public interest, it will not be approved and implemented. Ms. Verner noted that protection of privacy is top of mind, privacy laws will be respected. She noted a digital strategy advisory panel has been established to guide the next phase of the Waterfront revitalisation. It was also stated that no preferential treatment was given to any alphabet company including google, that data cannot be used for ad purpose without consent, and that data will be stored in Canada.

Mr. Leduc stated that the ITAC is a leading voice in Canada and has created over 1.5 million jobs and invested over 4 billion dollars in the industry. ITAC supports a robust, competitive, sustainable digital economy and government. He noted that ITAC has partnered with government to improve IT delivery of services. It was further noted that the Government of Canada has an ambitious vision for providing digital services, and addressing risks is a prerequisite. Security and privacy government are compatible and interdependent.

Mr, Fekete emphasized the need for a balanced approach to managing risk, a structured approach to a cloud strategy and a clearly articulated cloud. He noted that there are inherent risks within Government such as ageing IT infrastructure, cyber hygiene gaps, availability of non-cloud solutions, and digital transformation of government services. He stated that the Government of Canada is lagging behind compared to other governments, policies and process need to be redesigned to allow for new technologies including AI. International best practices to be drawn from i.e in the UK. 90% of all UK government data is risk managed. Canada's framework is underpinned by different data classification and security. Canada is lagging. He concluded by saying that the UK is not reckless, but has made policy choices to enable digital government and there is an opportunity for Canada to learn from their approach.

Main Themes:

- AG report – preferential treatment
- Collaboration at all levels of government
- Privacy issues

Questions:

- **MP Erskine Smith:** Asked about resignations and the aftermath of these resignations within WT. He was also interested in de-identification – information being de identified at source, and openness by default. He asked if there will be additional consultations when the plan is released. He was also interested in the witnesses response to the Ontario AG's claim of preferential treatment towards Sidewalk Labs.
  Answer provided: DSAP resignations happened early on. Committee is now well guided, and has completed recruitment for three new panelists. There was a commitment made to de-identification, specific solutions to come from Sidewalk Labs. For example, on traffic counting, upon capturing image, it will be transformed into a shape – become an algorithm from the moment of collection. MIDP is not yet finalised and will be taken to an intergovernmental steering committee. Waterfront Toronto will continue to consult with the community. RFP was independent and conducted, a preprocess market sounding was also conducted, TW met with over 50 companies. No proponents asked for additional time to prepare a plan, it was robust process.

- **MP Kent:** Asked questions about a political fix, citing that Sidewalk Labs received preferential treatment as questioned by the AG, that the former Minister of Infrastructure's Chief of Staff John Broadhead has been installed in a senior management positon and noted that people might see this as a high profit real estate project rather than a technology project.
  Answer provided: The process was guided by former integrity commissioner and a steering committee, independent individuals, WT Staff, KPMG and the Canadian Urban Institute, there was no political/bureaucratic interference. Sidewalk Labs provided the best proposal. WT selected an innovative thinking partner who spent 50 million dollars to think of a plan. There is no final proposal yet. A rigorous process is in place, no rights to land have been transferred yet.

- **MP Angus**: Noted that this is a crucial development project for Toronto. He raised concerns identified by the AG that this was pushed through quickly and that the real estate and investment committee did not recommend it. Large revenue move from city to private hands. Real estate committee said no but it went ahead. Auditor general said they were given limited time.
  Answer provided: RFP issued for 159 days, second longest ever run at waterfront 2 staged, no one asked for an extension, sought guidance from legal and procurement. IREC had at least 6 meetings. It is not an approval body but brings forward recommendations to the board. Due diligence was done at the committee level, briefings were provided on framework agreement. The existing proposal with Sidewalk Labs should have been the initial agreement.

- **MP Vaughan:** No one level of government holds majority of seats. Three levels of government must approve. Has a deal been reached yet? Who reached out first? Did the PM or local MP bring you google? Obtained full city of Toronto consent? Checks and balances are needed.
  Answer provided: We are not rushing, we are doing deep analysis. All is subject to scrutiny. Province and Toronto have say.

- **MP Gourde:** Some countries are prohibiting Huawei business. How can you say that we would be safe with this technology? Is this future project being founded on a secure basis? Is technology bringing about more and quicker change than Canadians would like to see.
  Answer provided: Huawei is not a part of our organisation. 5G is a new telecommunications technology. Forces buyers to develop new innovations to provide for Canadians. Canada lags behind in smart tech.

- **MP Vaughan:** Waterfront Toronto held extensive, effective and well attended public consultations. Issue of data governance plan came up. Barcelona has the best data governance model, have you looked at it? Would be comfortable if the federal government, provincial imposed those? Whatever deal Toronto waterfront board makes still must be ratified by the city of Toronto. Nothing can happen without city consent, public elected councillor have final say. Did any federal politician tell you to approve this?
  Answer provided: The CIO is preparing a plan on data infrastructure. We have looked at the Barcelona model. There is a human rights component; needs a thoughtful review.

- **MP Kent:** WT is a great organisation, but there are concerns about it being steamrollered by Google. Disturbing information exists about the dataopolies. Sidewalk Labs has been secretive on who will own Quayside data.

Answer provided: We are concerned about data and privacy. Working on flood protection and other projects. Accountability framework will ensure that we prevent dataopolies. Sidewalk Labs does not aim to own data and will make it available. There are ways that WT can be protected and protect the Canadian economy.

- **MP Erskine-Smith:** Privacy advocates -- are you comfortable with de-identification and path forward. Is the Toronto public library model worth considering?
  Answer provided: Yes. Civic literacy is required, since it is new. Libraries are keepers of knowledge. Or might be a university or a municipality. That is one potential governance model. Yes, we are open to ensuring no one dominates the market. We are recruiting a new position: manager of digital governance. WT is not the data keeper, very much looking towards city of Toronto. Ample opportunity to hear concerns. Don't have that piece developed yet.

- **MP Angus**: When did John Broadhead become involved in the discussions? City should have been involved. Discussed at a senior political level -- was it federal? Agreed that Sidewalk Labs was most comprehensive, but were still given preferential treatment.
  Answer provided: That email was about scheduling a meeting not selecting sidewalks. I don't know anything about those discussions. AG report -- 6 week period pre-qualification period,159 full duration of process. Different terminology was used. First phase was 6 weeks, but total RFP was 159 days. Publicly available info. It is the AG's interpretation that we gave preferential treatment.

Renshaw, Brett (INFC)

From: Khodr, Lama (INFC)
Sent: February 15, 2019 3:16 PM
To: Simpson, Brook (INFC); Bourque, Pierre-Yves (INFC); Vaillancourt, Ann-Clara (INFC)
Cc: INFC.F DM Office / Bureau du SM F.INFC; Fenrich, Julia (INFC); Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC); Marchildon, Caroline (INFC); Tam2, Pauline (INFC); Baalbaki2, Fatima (INFC); Hobbs, Joshua (INFC); Proulx, Isabelle (INFC); Powroz, Jen (INFC); Kelly, Michael Roland (INFC); Galley, Alanna (INFC)
Subject: RE: Heads Up: Media Update (Waterfront Toronto)- National Observer and Toronto Star
Attachments: February 15 - Waterfront Toronto Statement (1).pdf

Good afternoon,
Please find attached Waterfront Toronto's statement to the media on recent reports relating to the Quayside project, which was just published as of 10 minutes ago.
Thank you,
Lama

From: Khodr, Lama (INFC)
Sent: February-15-19 1:37 PM
To: Simpson, Brook (INFC) ; Bourque, Pierre-Yves (INFC) ; Vaillancourt, Ann-Clara (INFC)
Cc: INFC.F DM Office / Bureau du SM F.INFC ; Fenrich, Julia (INFC) ; Campbell, Glenn (INFC) ; Faraday-Smith, Nancy (INFC) ; Tippins, Shawn (INFC) ; Marchildon, Caroline (INFC) ; Tam2, Pauline (INFC) ; Baalbaki2, Fatima (INFC) ; Hobbs, Joshua (INFC) ; Proulx, Isabelle (INFC) ; Powroz, Jen (INFC) ; Kelly, Michael Roland (INFC) ; Galley, Alanna (INFC)
Subject: RE: Heads Up: Media Update (Waterfront Toronto)- National Observer and Toronto Star
Hello,
Please find the National Observer's article below, for your information.
Thank you,
Lama
******

Alphabet's Sidewalk Labs was secretly considering big plans for Toronto neighbourhood
By Fatima Syed in News, Politics | February 15th 2019



A sister company of Google has been secretly considering some ambitious plans for a Toronto neighbourhood on the city's entire eastern waterfront, as the technology giant sets its sights on tax revenues and development fees that would otherwise go into public funds, according to a leaked presentation.
The internal document obtained by *National Observer* provides stunning insight into the company's "asset manager-like approach" for a proposed smart city neighbourhood — the first of its kind in Canada and considered a blueprint for future urban development worldwide. The company, Sidewalk Labs, is a subsidiary of Google's parent company Alphabet Inc.
The internal 20-slide presentation — entitled "A Plan at Two Scales" and marked "proprietary and confidential" — raises new questions about the transparency of the company's planning process and the scope of development it is undertaking over public land and public funds.
The slides, which were presented to around 100 Alphabet employees in November 2018, illustrate Sidewalk Labs' intentions to develop over 100 acres of Toronto's Eastern Waterfront — the initial Quayside development as well as

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the neighbouring Villiers Island (where Google plans to build its new Canadian headquarters) and the Keating Channel District.



The slides reveal a financial plan for the first time, showing a project that would give the Alphabet subsidiary significant power to collect funds that should be assisting Toronto's public policy, local infrastructure and urban planning. According to the presentation, Sidewalk Labs intends to generate revenue off of an additional 350 acres of waterfront property known as the Port Lands through the anticipated increase in land value and tax revenue once developers build there, and through the company's efforts to finance transportation and both vertical and horizontal development, according to the slides.

A map showing the scope of Sidewalk Labs' development on Toronto's eastern waterfront. Graphic by Sidewalk Labs

In a statement, the company confirmed that the internal plans were authentic, but out of date. It provided *National Observer* with an update of what it has in store for the neighbourhood. This includes:

- The construction of a tall-timber factory in Ontario to supply the new neighbourhood and others, creating an estimated 4,000 jobs in manufacturing, sawmill, transportation and logging.
- A proposal to help finance a light rail project on the waterfront, which the company says would bring this transportation option to life years ahead of schedule.
- The construction of 2,500 housing units, with 40 per cent being offered at prices below market, and half of which would be rental apartments in order to promote more affordable housing.

"We intend to undertake this development in tandem with local development partners, while recognizing that we will likely have to bear the primary risk for much of the innovation embedded into the plans," Sidewalk Labs told *National Observer* in a statement, adding that it recognizes its "role as leaders in making that interaction happen – which is why we use the word 'catalyst' a lot. Catalysts drive change."

'No way on God's green Earth'

But the internal plans, also reported on by *the Toronto Star*, have prompted a harsh reaction from Ontario Premier Doug Ford's government, elected in June last year. The provincial government has said that it is continuing to work on the project, in partnership with its federal and municipal partners and that it expects the company to respect the private data of citizens and taxpayer dollars.

But after being asked by *National Observer* to comment on details from the leaked presentation, one senior government official suggested that the company's plans would be dead on arrival.

"There is no way on God's green Earth that Premier Doug Ford would ever sign-off on handing away nearly 500 acres of prime waterfront property to a foreign multinational company that has been unable to reassure citizens their privacy and data will be protected," said the official, who asked not to be named.



The company and government partners, including Prime Minister Justin Trudeau, had together unveiled the project proposal with great fanfare in October 2017, touting it as a solution to problems such as urban sprawl and climate change. Its initial master plan offered a small data-driven, mixed-use urban neighbourhood, complete with automatic vehicle systems, climate control and robots. The proposed neighbourhood would be Sidewalk Labs' first city-building project.

But the proposal has been clouded in controversy for months over the company's plans to unduly collect "urban data" from areas in and around a 12-acre parcel of land known as the Quayside, on the shore of Lake Ontario.

Since then, the digital company has seen a number of notable experts disassociate from the project over privacy and transparency concerns, and Ontario's auditor general has slammed the project for being "rushed", saying that

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Waterfront Toronto — the agency created by all three levels of government to oversee the redevelopment of Toronto's shoreline — did not adequately report back to the city, provincial, and federal governments.

According to the presentation, the company will be "entitled to" the proceeds from the "vertical development," and "a share in the uptick in land value on the entire geography for which Sidewalk is named 'innovation manager'," the presentation says.

Although Sidewalk Labs will not build in the Port Lands, it will actively encourage this development by financing light-rail transit through the area, as well as the creation of "horizontal infrastructure" such as a thermal gird and waste removal system, and in turn collect a share of developer charges and tax revenue.

An additional $10 million in seed funding has been designated for an urban innovation institute, as has space for a factory for "modular tall timber buildings." A new affordable housing trust has also been proposed as "a potential financing mechanism to leverage fund."

It will "incorporate a capital light, asset manager-like approach to be good stewards of Alphabet's capital," according to the presentation, which will spread across approximately 500 acres of waterfront property set to house 90,000 residents.

These future revenues, based on the anticipated increase in land value once homes and offices are built on the derelict Port Lands, could be worth $6 billion over the next 30 years, the *Toronto Star*reported. It was not clear what share of total revenue Sidewalk was hoping or would be able to collect.

The expanded development and financial scope seen in the internal slides were not included in Sidewalk Labs' initial public proposal.

But the presentation provides more perspective on the business opportunities and potential profits that would follow by creating "Alphabet's capital."

To achieve this, Sidewalk Labs self-designates itself as "Innovation Manager" in the presentation, allowing it to "set design and innovation guidelines for vertical and horizontal development, including a radical rezoning of the entirety of the area needed to achieve our economics (100% increase in density compared to City's current plan)."

While noting that density "often means bad quality of life (dark streets, congestion, claustrophobic spaces, etc)," the presentation pitches a plan for a "radical mixed-use, human scale, generative design" that will create "more density, same great quality of life."

Did Sidewalk Labs have 'weekly briefings' with all three levels of government?

All of Sidewalk's partners — Waterfront Toronto and the three levels of government — appeared to be caught off guard when asked about details of the company's plans as they were described in the internal presentation. Asked to respond, each said they weren't aware of the expanded scope and financial model seen in the presentation and were awaiting an updated draft of the project, originally due last fall, but now set to be unveiled in the spring of 2019.

In its statement to *National Observer*, Sidewalk said it was "hard at work completing" the full draft proposal and that "ultimately, it will be up to residents, Waterfront Toronto and all three levels of government to decide if it should go forward."

The legwork to develop the details to sway public opinion positively can be seen in the presentation, which touts the company's "substantive progress" and that it now knows "enough to begin to frame a potential deal in Toronto."

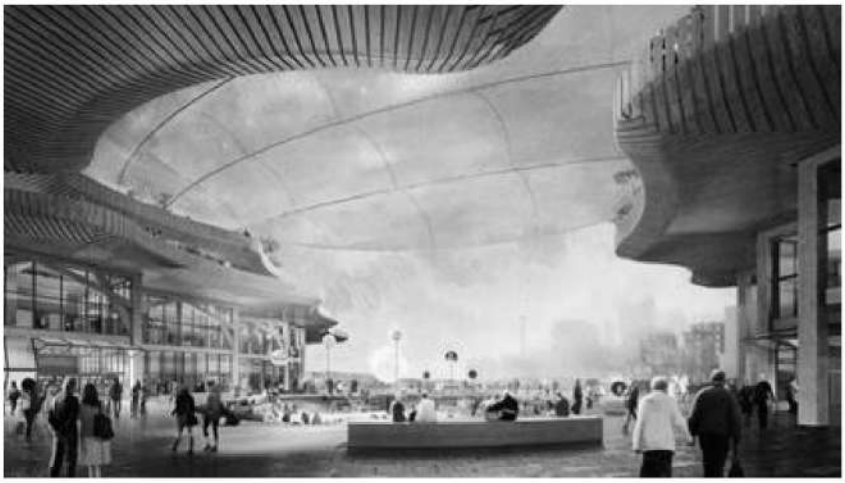
The company said in its presentation that this progress was aided in large part by the creation of a development program, a financial model and "mapping each element to an informed understanding of the political landscape."

"We now understand the order of magnitude capital required and what funding sources would be available given the program we are trying to implement," the presentation says.

To illustrate this, the company details three slides of "key performance indicators," nearly all of which have been met. These include the creation of an advisory council with over 80 senior representatives from across multiple sectors, and the initiation of conversations on the method the company will use to value the land — this, according to the presentation "is a critical component of the overall deal and will not be pre-negotiated."

Many of the key performance indicators focus on the engagement the company has had with all three levels of government, Alphabet and Google. Broad conversations with Google and Alphabet are ongoing, according to the presentation, to figure out the location and scale of Google Canada's headquarters, and the designs for much of the planned automated infrastructure has been shared with Alphabet's CEO Larry Page "for feedback."

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The presentation boasts "weekly briefings" with officials “from the three levels of government covering substantive pillar content” — a fact that all three levels of government were unable to confirm in communication with *National Observer*.
Don Peat, a spokesman for Toronto Mayor John Tory, said they “expect that Sidewalk's proposal will be made public soon so that it can be subject to public consultation and discussion, and consideration by Waterfront Toronto and City Council.”
In the presentation, the company advises its employees that advancing all of its formal agreements “will require more involvement from the City moving forward”.
Peat told *National Observer* in an email that it is the responsibility of all governments “to make sure the Quayside project is done in a healthy, transparent manner.”
Andrew Tumilty, a spokesman for Waterfront Toronto, said the organization had not seen the details highlighted in the presentation, and was looking forward to receiving a master plan from Sidewalk Labs “which is expected to contain proposals for development plans, details on technology, design, and innovation, as well as a business case.”
But according to the presentation, the managements of Sidewalk Labs and Waterfront Toronto “are broadly aligned on land valuation methodology for Quayside, governance and procurement standard.”
Pierre-Yves Bourque, a spokesman for federal Infrastructure Minister François-Philippe Champagne, referred most inquiries to Waterfront Toronto, as it “manages this project on behalf of all three orders of government.” Bourque did say that officials at Infrastructure Canada “have not seen the detail outlined in your email and therefore we are not in a position to comment on its accuracy. We have not held regular meetings, weekly or otherwise.”
If this presentation is a reflection of the final development plan everyone is expecting from Sidewalk Labs in the next few months, Tumilty says they will ensure that it is evaluated on how it addresses the challenges of affordable housing, job creation, climate positive solutions, and new mobility and urban innovations.
“Waterfront Toronto will conduct an evaluation process that will involve external expert advisers and consultations with the general public,” Tumilty said. “Should the (plan) be approved, individual proposals will need to adhere to existing federal and provincial regulations, as well as municipal zoning and planning codes before any implementation can take place.”

'An affirmative narrative is needed'

The presentation was shown to employees after several months of “internal chaos” that stemmed from an executive being unable to answer questions from local residents about the development’s finances and urban impact, according to two sources who declined to be identified discussing internal deliberations.
A spokesperson for the company, Keerthana Rang, disputed this version of events.
"Sidewalk Labs did make a presentation to our employees that was very well-received and generated widespread support and enthusiasm," Rang told *National Observer* in an email. "Big, complicated projects take work and healthy debate is a natural part of that process."
Waterfront Toronto was formed in 2002 and given the mandate (by provincial legislation) to redevelop some 2,500 acres of industrial land along Lake Ontario into mixed-use communities and public spaces.
The government agency is run by a 12-member board of directors, including a chair, to provide oversight, choose partners and approve projects and financial expenditures. Each level of government appoints four representatives and together they agree on a chair. If they don’t, the board chooses one.
By May 2018, the agency had received approximately $2.4 billion combined from the three levels of government for the redevelopment, including a seven-year flood protection project that will see the Port Lands excavated and raised for long-term climate protection.
In October 2017, Sidewalk Labs won a competition to develop the Quayside area as a “smart city.” After much public consultation, in August 2018, an agreement was reached: a master plan would be provided and approved by Waterfront Toronto and all three levels of government in spring 2019.
In the meantime, Sidewalk Labs had set up shop in Toronto, even before an agreement was made. It opened an office that sought public engagement with the plan and related ideas. The company hired part-time facilitators to

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respond to the public's questions beginning in summer 2018, but few answers were provided to pass to the public, sources said.
"I think everyone was generally a bit confused. I don't think they really knew what their plan was," one of the sources said in an interview. People were asking Sidewalk Labs' Toronto employees how the development was being funded and what the business model looked like, but the American executive was unable to provide details, not even a map of the entire project for public consumption.
"We didn't really know how the company works," the source said. Employees were instructed to answer seemingly difficult questions by saying "it's way above my pay grade."
"There was a lot of tension," the source said. The company would talk about winning people over with their employees, and finding ways to help Toronto residents understand the good they were trying to do, but things happened faster than details were finalized.
The presentation illustrates the company's concerns with public opinion, showing the results of two polls the company carried out. A slide entitled "shaping public opinion" notes that "despite a steady beat of negative press, our key government, community, and waterfront advocates remain cautiously supportive — and public-opinion polling is mostly unchanged from six months ago."
Sidewalk Labs put forward two questions to an unstated sample size to gauge public support. The first asked: "As you may have heard Waterfront Toronto, a government agency, has agreed to partner with Sidewalk Labs, an urban innovation company, to create a new district on the Eastern Waterfront. Do you support or oppose this project?"
In April 2018, 52 per cent of those sampled said they supported the project; 33 per cent responded "don't know;" and, 15 per cent were opposed.
Six months later the numbers had barely moved: 53 per cent supported; 33 per cent said "don't know;" and 14 per cent opposed.
The second question came in two parts:
"This project would create a new mixed-use neighbourhood and a new HQ for Google Canada on Toronto's Easter Waterfront. The project will combine forward-thinking urban design and new technology that will create a people-centred neighbourhood that would…
A) Improve quality of life and develop innovations to address the challenges facing Toronto.
(68 per cent supported this idea; 11 per cent said "don't know;" and 21 per cent opposed)

B) Create thousands of new jobs and billions in new economic investment in the city.
(74 per cent supported this; 11 per cent said "don't know;" 15 per cent opposed)

When asked, the company did not provide details of the sample size, methodology and location of the people polled. A spokesperson for Sidewalk Labs told *National Observer* that the presentation "was very well-received and generated widespread support and enthusiasm."
"Big, complicated projects take work and healthy debate is a natural part of that process," the spokesperson said.
In the presentation, Sidewalk Labs notes that "an affirmative narrative is needed—especially around investments in economic development."
"The majority of the negative press coverage is rooted in an anti-global tech giant narrative being spun by former RIM co-founder Jim Balsillie and disseminated through the Canadian Council of Innovators," the presentation states.
"These efforts have also encouraged a nascent group of privacy and data governance advocates to join in the opposition narrative."
"While these attacks have had limited impact on public opinion—according to quantitative polling data—they have changed the conversation among insiders, and could later have a cumulative effect on public views."
"This underscore (sic) the need for us to provide more positive and concrete examples about the project's benefits for Torontonians' quality of life and economic opportunities so that the negative narratives do not go unanswered."

From: Simpson, Brook (INFC)
Sent: February-14-19 4:01 PM
To: Khodr, Lama (INFC) <lama.khodr@canada.ca>; Bourque, Pierre-Yves (INFC) <pierre-yves.bourque@canada.ca>; Vaillancourt, Ann-Clara (INFC) <ann-clara.vaillancourt@canada.ca>
Cc: INFC.F DM Office / Bureau du SM F.INFC <infc.dmoffice-bureaudusm.infc@canada.ca>; Fenrich, Julia (INFC) <julia.fenrich@canada.ca>; Campbell, Glenn (INFC) <glenn.campbell@canada.ca>; Faraday-Smith, Nancy (INFC) <nancy.faraday-smith@canada.ca>; Tippins, Shawn (INFC) <shawn.tippins@canada.ca>; Marchildon, Caroline (INFC) <caroline.marchildon@canada.ca>; Tam2, Pauline (INFC) <pauline.tam2@canada.ca>; Baalbaki2, Fatima (INFC) <fatima.baalbaki2@canada.ca>; Hobbs, Joshua (INFC) <joshua.hobbs@canada.ca>; Proulx, Isabelle (INFC) <isabelle.proulx@canada.ca>; Powroz, Jen (INFC) <jen.powroz@canada.ca>; Kelly, Michael Roland (INFC)

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<michaelroland.kelly@canada.ca>; Galley, Alanna (INFC) <alanna.galley@canada.ca>
Subject: RE: Heads Up: Media Update (Waterfront Toronto)- National Observer and Toronto Star
Thanks. MINO received a request from National Observer as well but not the other. I shared our response with WT and with DMO

From: Khodr, Lama (INFC)
Sent: February-14-19 3:59 PM
To: Bourque, Pierre-Yves (INFC) <pierre-yves.bourque@canada.ca>; Simpson, Brook (INFC) <brook.simpson@canada.ca>; Vaillancourt, Ann-Clara (INFC) <ann-clara.vaillancourt@canada.ca>
Cc: INFC.F DM Office / Bureau du SM F.INFC <infc.dmoffice-bureaudusm.infc@canada.ca>; Fenrich, Julia (INFC) <julia.fenrich@canada.ca>; Campbell, Glenn (INFC) <glenn.campbell@canada.ca>; Faraday-Smith, Nancy (INFC) <nancy.faraday-smith@canada.ca>; Tippins, Shawn (INFC) <shawn.tippins@canada.ca>; Marchildon, Caroline (INFC) <caroline.marchildon@canada.ca>; Tam2, Pauline (INFC) <pauline.tam2@canada.ca>; Baalbaki2, Fatima (INFC) <fatima.baalbaki2@canada.ca>; Hobbs, Joshua (INFC) <joshua.hobbs@canada.ca>; Proulx, Isabelle (INFC) <isabelle.proulx@canada.ca>; Powroz, Jen (INFC) <jen.powroz@canada.ca>; Kelly, Michael Roland (INFC) <michaelroland.kelly@canada.ca>; Galley, Alanna (INFC) <alanna.galley@canada.ca>
Subject: Heads Up: Media Update (Waterfront Toronto)- National Observer and Toronto Star
Good afternoon,

We've received a heads up from Waterfront Toronto regarding two upcoming media stories to be published shortly in the Toronto Star and National Observer, at 10 am tomorrow morning and tonight at 7 pm respectively.
Below are the key points to the story are:

- Both outlets obtained internal documents from a presentation Sidewalk Labs gave to Alphabet in November of 2018
- The presentation indicates that the scope that Sidewalk Labs has in mind for the Quayside development extends well beyond the Quayside area and covers a much larger part of the Designated Waterfront Area.
- The presentation highlights the various revenue streams which Sidewalk Labs anticipates coming from this project which include land value tax revenue
- Implementation of the proposal will require significant rezoning
- Sidewalk Labs commissioned public polling on the project
- There is internal conflict between Sidewalk Labs and Alphabet on this project, as well as a conflicted relationship between Waterfront Toronto and Sidewalk Labs

The National Observer has approached both WT and Sidewalks Labs for comment, while the Toronto Star has only approached Sidewalks Labs.
WT will be responding to the National Observer with a statement that indicates they are unaware of any internal presentations between Sidewalk Labs and Alphabet. Their statement will also highlight the bold ideas that they sought from a Funding and Innovation Partner in the Quayside RFP, and their rigorous evaluation process. The statement will also highlight that any proposals will also need to conform with federal and provincial regulations, and City planning permissions.
We will share Waterfront Toronto's response with you when we receive it, and monitor for its publication.
Their understanding is Sidewalks Labs is also working on responding to both outlets.
Thank you,
Lama

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WATERFRONT TORONTO STATEMENT ON RECENT MEDIA REPORTS REGARDING THE THE QUAYSIDE PROJECT

February 15, 2019

FOR IMMEDIATE RELEASE

Toronto, ON

In 2017, following a competitive RFP process, Sidewalk Labs was selected by Waterfront Toronto to develop a plan for Quayside as a testbed for the broader revitalization of Toronto's waterfront.

Our goal for the project was to improve urban living and explore solutions for growing urban challenges such as housing affordability, environmental sustainability, economic development and prosperity, and integrated transit solutions.

While preliminary plan concepts from Sidewalk Labs have been shared with us, we have not received a full proposal that includes an underlying business plan. However, we expect to receive a full proposal, called the Master Innovation and Development Plan (MIDP), in the coming weeks.

Waterfront Toronto has developed rigorous internal process to evaluate the MIDP to ensure that it meets important objectives including job creation, climate positive, affordable housing and urban innovation. This evaluation will use subject matter experts and a due diligence panel that will evaluate if proposals in the MIDP represent sound solutions for the urban challenges and represent good value for the people of Toronto.

Beyond the evaluation, Waterfront Toronto will seek public input on the MIDP through consultations. In addition, the MIDP proposals will be subject to federal and provincial regulations and municipal planning permissions.

If the MIDP from Sidewalk Labs does not deliver on the priorities that we have set out for Quayside, in a manner that is in the public interest, then the proposed plan will not be implemented.

For 20 years we have worked closely with the public and our government partners and set a high standard for waterfront revitalization and city-building. Waterfront Toronto must maintain the public's confidence to meet the highest standards of transparency, openness, and fairness in our work to further revitalize Toronto's waterfront. We will continue to work diligently to achieve this standard for Quayside.

For media inquires:

Andrew Tumilty

Waterfront Toronto

atumilty@waterfrontoronto.ca

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Edward Chalupka [redacted]@waterfrontoronto.ca>
Sent: February 15, 2019 3:14 PM
To: Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC); adam.redish@ontario.ca; Wendy Ren (wendy.ren@ontario.ca); Whitehead, Cam (MOI); David Stonehouse; Jayne Naiman
Cc: Kristina Verner; Cameron MacKay; Andrew Tumilty
Subject: Statement
Attachments: February 15 - Waterfront Toronto Statement (1).pdf

Please find attached WT's statement with respect to recent media reports around the leaked SWL presentation given to the Alphabet Board in November of 2018.

This is being issued concurrently to media.

This is also being shared with your respective comms departments under sperate cover.

Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

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— 30 —

For media inquires:

Andrew Tumilty

Waterfront Toronto

atumilty@waterfrontoronto.ca

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Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: February 15, 2019 10:07 AM
To: Tippins, Shawn (INFC); Campbell, Glenn (INFC)
Subject: RE: Articles and deck posted on SWL website.
Attachments: The Medium - Feb 14 - Doctoroff Sidewalk Toronto project.docx

Here's a copy of Doctoroff's article in The Medium. Bringing hard copy to ADMO.

From: Tippins, Shawn (INFC)
Sent: February 15, 2019 10:00 AM
To: Faraday-Smith, Nancy (INFC) ; Campbell, Glenn (INFC)
Subject: Articles and deck posted on SWL website.

Please find below the articles I have access to so far. I have also downloaded the deck posted on Sidewalk Toronto's website yesterday, accessible in the link below.

G:\OFFICE OF INFRASTRUCTURE OF CANADA\WATERFRONT TO\MIDP\Feb 14 SWL Deck

Google eyes massive waterfront expansion
Google's futuristic development on the eastern waterfront, Quayside, is only the first step in an expansive and ambitious plan to build new neighbourhoods - and new transit - throughout the entire Port Lands, the Star has learned. In return for its investment in this vision, Sidewalk Labs wants a share…
Toronto Star , A1 - 2019-02-15

Sidewalk Labs hires ex-councillor
Sidewalk Labs, the Google sister company proposing a high-tech neighbourhood on Toronto's waterfront, has hired a former city councillor to explain and sell the vision to Torontonians. Mary-Margaret McMahon, who retired from politics last fall after representing Beach and East York residents for eight years on council, confirmed Wednesday that…
Toronto Star , GT1 - 2019-02-15

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Sidewalk Toronto project update

Sidewalk TorontoBlockedUnblockFollowFollowing
Feb 14

By: Dan Doctoroff, CEO of Sidewalk Labs



We came to Toronto because we want to build great things and innovate in ways that improve urban life—and this is the only city in the world that has the mix of talent and tenacity to make this happen.

You've been hearing about our plans and vision for well over a year now. We've led and participated in lots of great conversations with

Torontonians—more than 18,000 so far—that have helped shape and refine a shared vision for the waterfront.

Recently, some of what we've been working on has made its way into the media and so we wanted to share directly with you some of these key concepts as they are coming into focus: about our role, Sidewalk's business model (ways we would invest in the project, and ways we would recoup that investment), and questions of scale—when it comes to innovation, infrastructure, and economics—that were raised in Waterfront Toronto's RFP and with which we've been wrestling ever since.

From the beginning, this project has presented for us—and for the city—an immense opportunity to think about new technology, innovative infrastructure, and forward-thinking urban design. But much of what's possible is only viable when different aspects of the project—particularly related to infrastructure—incorporate portions of the Eastern Waterfront. In other words, only when specific project elements reach a certain scale are they able to achieve the objectives shared by Waterfront Toronto and Sidewalk Labs to meaningfully improve the lives of the people who will live there.

The concepts are here in this presentation along with some new images of the project here. And the Master Innovation and Development Plan, a full draft of which we are hard at work completing, will provide the details necessary for Waterfront Toronto, the three levels of government, and all Torontonians to examine and make informed decisions about what we've proposed. That, of course, is many months away.

We are excited about what's coming together and we think Torontonians will be too. This project is for them and ultimately, it will be up to residents, Waterfront Toronto and all three levels of government to decide if it should go forward.

Here are some of the key concepts:

- A core component of this is a concept to help finance the Waterfront LRT—which would be operated by a public agency—years, if not decades, sooner than it would otherwise. This would unlock the potential of the Eastern Waterfront, and the jobs, housing, and economic growth that will come with it. (Check out this report by the Waterfront BIA on the potential benefits of accelerated Waterfront LRT.)
- We would also build 2,500 units of housing in Quayside alone—40 percent of which would be below market, and 50 percent of which would be purpose-built rental apartments. The result would be more affordable housing, more rentals and affordable ownership opportunities, and more living options for singles, seniors, and families.
- We would build a tall-timber factory in Ontario to supply wood that will be used to build the Quayside neighbourhood—and other neighbourhoods as well. This innovative and sustainable initiative could create 4,000 new jobs in manufacturing, sawmill, transportation and logging sector. Sidewalk Labs would help jumpstart this next-generation Canadian industry.
- Our proposed involvement in real estate development would be limited to Quayside and the western edge of Villiers Island—in large measure to prove out our belief that timber construction can help make a more affordable, sustainable, vibrant neighbourhood, and to deliver on our affordable housing goals. We intend to undertake this development in tandem with local development partners, while recognizing that we will likely have to bear the primary risk for much of the innovation embedded into the plans.
- The creation of an Innovative Development and Economic Activation (IDEA) District, publicly administered by Waterfront Toronto, in which a unique set of policy tools would be used to spur inclusive growth, including the creation of a value-capture zone in which development charges, incremental property taxes, and increased land value stemming from the project would be used to finance enabling infrastructure.
- As Waterfront Toronto's Innovation and Funding Partner for the IDEA District, Sidewalk Labs would help finance this infrastructure—including LRT, next-generation utility systems, and parks—in advance of when those funds would normally be available. We would then

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recoup those investments through sharing in those revenue streams if and when they materialize.

We are working toward achieving these and other goals by bringing people together as partners, collaborators, and investors. We see our role as leaders in making that interaction happen—which is why we use the word 'catalyst' a lot. Catalysts drive change.

We are excited about that role in Toronto's future—and the vision we've developed through our conversations and consultations. We think Torontonians will be excited, too.

Renshaw, Brett (INFC)

From: Tippins, Shawn (INFC)
Sent: February 13, 2019 6:17 PM
To: Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC)
Subject: FW: media article
Attachments: Hill Times - Scassa - Must be Smart About a Data Strategy.pdf

Importance: High

Hi – think piece in the Hill Times today by DSAP member Teresa Scassa – essentially arguing that the governance debate on Smart Cities should not just be about Quayside. It needs to take place in a broader context as many Cdn municipalities are and have been for some time incrementally adopting smart technologies into their public infrastructure (some with private partners) without the benefit of a solid governance framework to guide the integration of these technologies into our lives.

Scassa references that Ontario's data strategy consultation, launched on Feb. 5, does not mention smart cities directly, but the impact that data governance issues have had on the Quayside development can hardly be far from mind. She contends that the Consultation falls short of the OAG's call for a much more comprehensive framework than one simply focused on data. The Province's data strategy press release talks simply of creating "data-driven opportunities" in a context that adequately protects privacy. Nevertheless, Scassa states that this data strategy consultation is an important moment for discussing the needed law and policy foundations, and hopes the discussion will include fair, privacy-protective, ethical data collection and reuse, not just in smart cities but across a rapidly developing data economy.

Quote – "Toronto's Quayside development isn't the first municipal project to use technology to gather data about infrastructure and human activity. Other projects haven't attracted the governance debates that enfold Quayside- but perhaps they should."

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Published | Publié: 2019-02-13
Received | Reçu: 2019-02-13 00:06 (EST)

THE HILL TIMES

Hill Times

As smart cities become our norm, we must be smart about a data strategy

Toronto's Quayside development isn't the first municipal project to use technology to gather data about infrastructure and human activity. Other projects haven't attracted the governance debates that enfold Quayside-but perhaps they should.

Teresa Scassa

Canadians' attention has been drawn to the issue of **smart cities** by the public debate over the merits of Sidewalk Labs' proposed **Quayside** development in Toronto. The project brings home a vision of **cities** embedded with sensors that continuously harvest data about **infrastructure** and human activity alike.

The intense discussions that have broken out around the **Quayside** project give the impression that **smart cities** are something new in Canada. They aren't. Although a from-the-ground-up **smart** development is new, municipalities across the country have been adopting, on an incremental basis, a range of technologies that gather data about **infrastructure** and about human activity. **Cities** or their private sector partners may also use sophisticated analytics to draw meaning from these data.

Today, GPS systems on public transit vehicles give planners insights for route management while at the same time allowing for the development of tools for riders that predict transit vehicle arrival times. Tap-and-**go transit** cards collect data that provide insight into ridership patterns; at the same time, the data may be shared with law enforcement officials seeking to trace the movements of specific individuals. Police services have been adopting predictive policing technologies to enable them to anticipate where crime is likely to occur and when.

These are only a few examples of **smart** technologies that have found their way into our **cities**. While these technologies are not as seamlessly integrated with one another as in the vision for **Quayside**, they are manifestations of the apparently irreversible trend to use big data and analytics both to identify urban problems and to solve them. This trend will only be amplified by the spiralling growth of artificial intelligence. Because of their incremental adoption, these initiatives have not attracted the governance debates that enfold **Quayside**-but perhaps they should.

The evolving vision of the **smart city** sees urban data as a resource that can be used by many actors, including all levels of government, the private sector, and researchers. The potential for reuse of data in innovative ways is often a selling point for the "**smart" city**, with touted benefits to the community through jobs and economic development. But the collection, use, and reuse of **smart-city** data raises a host of issues that relate to privacy, transparency, discrimination, social justice, and ethics. So much of **smart-city** data is human behavioural data of one kind or another. How do we build and realize the potential of **"smart" cities** in which residents are more than just lab rats in an increasingly intricate maze?

The evolution of **smart cities** has complicated our conventional governance frameworks, which have relied upon somewhat dated freedom-of-information and privacy laws to set rules for the collection, use, and disclosure of data by municipal governments. Other municipal data policies, such as those relating to open data, also apply.

The **Quayside** project has highlighted a challenge that arises when **cities** partner with the private sector for **smart** technologies: is the collected data municipal data, private sector data, or both? Can or should it be released as open data? What rules should govern its use, by whom, and under what conditions?

Ontario's data strategy consultation, launched on Feb. 5, does not mention **smart cities** directly, but the impact that data governance issues have had on the **Quayside** development can hardly be far from mind. The **federal** government also launched consultations on data and digital transformation last year, which deal with the privacy implications of data use.

The recent provincial auditor general's report on **Waterfront Toronto** called out the province for its lack of "a policy framework to guide the development of a mixed-use **smart city** such as the one being contemplated for **Quayside**." Of course, the auditor general called for a much more comprehensive framework than one simply focused on data. The government's data strategy

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press release talks simply of creating "data-driven opportunities" in a context that adequately protects privacy. Nevertheless, this data strategy consultation is an important moment for discussing the law and policy foundations we need. Hopefully this discussion will include fair, privacy-protective, ethical data collection and reuse, not just in **smart cities** but across a rapidly developing data economy.

Teresa Scassa is a senior fellow with the Centre for International Governance Innovation and Canada Research Chair in Information Law and Policy at the University of Ottawa.

The Hill Times

Url: https://www.hilltimes.com/2019/02/13/smart-cities-become-norm-must-smart-data-strategy/188280

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Renshaw, Brett (INFC)

From: Civic Labs <CivicLabs@waterfrontoronto.ca>
Sent: January 31, 2019 3:58 PM
Subject: Reminder to RSVP: Invitation to Civic Lab on Civic Digital Trusts
Attachments: Civic Lab 2 - Save the Date.pdf

SAVE THE DATE

Civic Lab on Civic Digital Trusts

Wednesday, February 13, 2019
9:00 a.m. - 1:00 p.m.

MaRS Discovery District
101 College St, Toronto, ON M5G 1L7

Waterfront Toronto and our Digital Strategy Advisory Panel (DSAP) invite you to participate in our next Civic Lab dedicated to exploring key issues related to
Civic Digital Trusts.

Smart cities offer many potential benefits for residents, often the result of the sharing of data to inform decision making and foster innovation.
This session will build on the collaborative work done with MaRS Solutions Lab to explore how a civic digital trust could democratically and responsibly share smart city data and algorithms.

Agenda, speakers and meeting logistics will be confirmed and shared in advance.
**This invitation is non-transferable*

Please RSVP by **Friday, February 1, 2019**, 5:00 p.m. to
CivicLabs@waterfrontoronto.ca

Many thanks,

Kristina Verner
Vice President, Innovation, Sustainability & Prosperity, Waterfront Toronto

Michael Geist
Chair, Waterfront Toronto, Digital Strategy Advisory Panel

kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted] | kverner@waterfrontoronto.ca | www.waterfrontoronto.ca

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Chair, Waterfront Toronto, Digital Strategy Advisory Panel

Civic Labs

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Edward Chalupka [redacted]@waterfrontoronto.ca>
Sent: January 16, 2019 4:15 PM
To: Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC); David Stonehouse; Jayne Naiman; mnoble@toronto.ca; Wendy Ren (wendy.ren@ontario.ca); Whitehead, Cam (MOI); adam.redish@ontario.ca; Campbell, Glenn (INFC)
Cc: Kristina Verner
Subject: RSVP Required: Invitation to Civic Lab on Civic Digital Trusts
Attachments: Civic Lab 2 - Save the Date.pdf

Hello – Please see below an invitation to the next Civic Labs on Feb 13th where we will be discussing Civic Data Trusts.

If you are interested in attending we ask that you RSVP as soon as you can to the email listed in the invitation.

Feel free to distribute the invitation as appropriate within your offices.

Ed

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Many thanks,

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Vice President, Innovation, Sustainability & Prosperity, Waterfront Toronto

Michael Geist
Chair, Waterfront Toronto, Digital Strategy Advisory Panel

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Renshaw, Brett (INFC)

From: Kristina Verner <KVerner@waterfrontoronto.ca>
Sent: January 16, 2019 12:46 PM
To: Kristina Verner
Cc: Civic Labs
Subject: RSVP Required: Invitation to Civic Lab on Civic Digital Trusts
Attachments: Civic Lab 2 - Save the Date.pdf

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kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted] | kverner@waterfrontoronto.ca | www.waterfrontoronto.ca

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Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: January 22, 2019 4:31 PM
To: INFC|INFC (marcia.boudreau@canada.ca)
Subject: FW: SN DM 49140 meeting with MIcah Lasher SWLrevised Jan 21 (002)
Attachments: SN DM 49140 meeting with MIcah Lasher SWLrevised Jan 21 (002).doc

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From: Campbell, Glenn (INFC)
Sent: January 22, 2019 4:27 PM
To: Faraday-Smith, Nancy (INFC) ; Tippins, Shawn (INFC)
Cc: Mitchell2, Lisa (INFC)
Subject: SN DM 49140 meeting with MIcah Lasher SWLrevised Jan 21 (002)

Revsied version

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SCENARIO NOTE TO THE DEPUTY MINISTER

MEETING BETWEEN
DEPUTY MINISTER OF INFRASTRUCTURE AND COMMUNITIES AND
MICAH LASHER, HEAD, POLICY AND COMMUNICATIONS, SIDEWALK LABS

MEETING DETAILS

- **DATE/TIME**: Friday, January 25, 2018, (time TBC)
- **LOCATION**: Deputy Minister's Boardroom
- **PARTICIPANTS**:
  - Kelly Gillis, Deputy Minister, Infrastructure and Communities
  - Glenn Campbell, ADM, Investment, Partnerships and Innovation Branch
  - Micah Lasher, Head of Policy and Communications, Sidewalk Labs
  - Kristina Verner, VP, Innovation, Sustainability and Prosperity. Waterfront Toronto
  - Edward (Ed) Chalupka, Director, Government Relations, Waterfront Toronto

Mr. Lasher's biography is found under **Annex 1**.

PURPOSE

- Mr. Lasher reached out to provide an update on the Quayside project, and will be joined by Waterfront Toronto to cover expected progress toward completing a draft of the Master Innovation and Development Plan (MIDP) in 2019.

HIGHLIGHTS/KEY CONSIDERATIONS

- In December 2018 Waterfront and Sidewalk held a public roundtable that unveiled physical site plans for Quayside and held break-out sessions providing an overview of MIDP proposals being developed in relation to the data governance, mobility, sustainability, and affordable housing "pillars". A summary by INFC staff that attended, plus Qs&As and the plenary presentation from the event are attached under **Annexes 2-5**.

- The complete MIDP is expected to consist of 3 multi-chapter volumes comprising:
  1. development plans at different scales
  2. innovative technology solutions (the "pillar" areas)
  3. business terms and financial approach to implementation

- Since December Sidewalk has been engaged with Waterfront on preparing the plans and volume. Governments have yet to see any of the drafts and are allowing the process to unfold between Waterfront and its partner Sidewalk Labs. Waterfront is also work on an evaluation framework to assess the MIDP when completed draft is produced.

- A complete draft MIDP for governments' review is expected in spring 2019. Governments will review the MIDP at officials level and the nature of review is under discussion but will involve an internal process to first understand, then evaluate against existing policy

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frameworks. A Public consultation draft is expected to follow with Waterfront undertaking community engagement on it over summer 2019, with a 'final' draft for Waterfront Board consideration targeted for September 2019. Waterfront's Board must endorse the plan before it can be adopted and implemented as a plan.

- While governments will have an opportunity to review, as will the public, any implementation of the plan will be subject to normal City approvals as well as any provincial/federal regulations and policies as appropriate.

- The Governments will be focused on how the plan can be implemented, how policy issues or challenges can be addressed, as well as what and who will be ask to fund or support the various projects and development under the plan. These will all be subject to normal programs and policies around support, particularly for infrastructure.

KEY BACKGROUND

- Waterfront Toronto is an independent agency created in 2001 under provincial statutes by Canada, Ontario and the City of Toronto to manage the Toronto Waterfront Revitalization Initiative. SWL was created by Google's parent company Alphabet in 2015 to design, test, and build urban innovations.

- Sidewalk is working with Waterfront on a development plan that would see the eastern waterfront Quayside area become a new technology-enabled neighbourhood where digital solutions and forward-thinking urban design could be tested and applied to improve the quality of life for people in cities.

- Under an agreement between Waterfront and Sidewalk, the company has committed $50 million towards the creation of a long-term development plan for Quayside. No lands or other rights have been committed to Sidewalk and the terms of the foundational Plan Development Agreement (PDA) allow for a process to work on a plan for development.

- Sidewalk will also consider moving Google Canada's headquarters to the waterfront area as an anchor for the urban innovation cluster, and has committed to promoting innovation in Toronto through establishment of a new institute.

- While Sidewalk, working with Waterfront, has engaged with the public on early aspects of its development proposal, public concerns continue to be voiced primarily around privacy, data governance, procurement/intellectual property and the privatization of urban planning.

- As part of their response to public concerns, on October 18, 2018 Sidewalk outlined draft proposals for a Quayside digital governance framework at a meeting of Waterfront Toronto's arms-length Digital Strategy Advisory Panel (DSAP).

    - The proposals include development of responsible data use guidelines; the application of open data standards and requirement for a Responsible Data Use Impact Assessment; and, the creation of a Civic Data Trust, an independent entity to control, manage and make publicly accessible all data that could reasonably be considered a public asset.

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- Waterfront and Sidewalk continue to work with the DSAP, other data experts and members of the public to refine the data governance framework as draft chapters of the MIDP are being finalized. INFC is closely monitoring this activity.

- As it may pilot first-to-market technologies, the Quayside project is expected to generate much larger, at scale, proposals that will need to be weighed against current policies at federal, provincial and municipal level. More broadly it may test the balance between fostering innovation and appropriate frameworks for public trust, namely digital governance laws and regulations.

- Both Waterfront and Sidewalk have been encouraged to be highly attentive to public consultation, transparency and outreach during the planning phase and to establish appropriate bodies to provide guidance, such as the DSAP, to help identify and frame policy issues that will arise under the planning for Quayside.

- Beyond important digital and data issues there are other important community and urban planning aspects that have yet to be made public for consideration as well as the business models envisioned for Quayside, including e.g., real estate, and development and commercial planning.

- Importantly, Waterfront will need to take any development plan before its Board and the three orders of government and, where appropriate, seek approval of specific initiatives under the MIDP.

- Given its breadth of ambition, the Quayside development plan will implicate the mandates of different departments and ministries across the three orders of government. INFC continues to work as the portal into the federal government as specific policy issues and engagement opportunities around Quayside emerge.

PROPOSED TALKING POINTS/PROPOSED QUESTIONS

- I welcome the opportunity for Sidewalk Labs, along with Waterfont Toronto, to provide and update on where things currently stand with the MIDP process.

- As chair of Intergovernmental steering committee, it is welcome to be kept informed and to help coordinate the efforts and information sharing with the tri-governments.

- The Quayside project undertaken by Waterfront Toronto is a very exciting and ambitious initiative to promote innovation and advanced urban planning to produce better outcomes for communities.

- Public trust and community engagement on Quayside is key and due process is important to that outcome.

- Sidewalk labs is ultimately a partner in Waterfront Toronto's process, as set-out in the PDA, and this needs to be respected.

- It is important, then, for Sidewalk to work through Waterfront Toronto and its Board as development of the MIDP moves forward.

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- Waterfront Toronto will engage with governments, depending on what is needed and when.

- Waterfront Toronto will share the MIDP with governments but approval rests with Board, and then subsequent approvals will be sought from the different levels of government as may be appropriate.

- It is important that Waterfront Toronto and the government partners at officials-level get an opportunity to review the MIDP from point of view of understanding plan and providing objective views on clarity or ensuring any issues with the plan from a policy, legal, administrative lens are surfaced.

- Waterfront Toronto will also manage when material is shared with the DSAP as well as other advisory or review processes they see fit, and should decide when material is put in public domain as they are best positioned to manage public engagement.

- I look forward to your update.

Annexes:
1. Biography: Micah Lasher, Head, Policy and Communications, Sidewalk Labs
2. INFC Summary of December 8 Public Roundtable #4 (prepared by IPI)
3. Sidewalk Labs press release: Quayside site plan December 8, 2018
4. Waterfront Toronto draft Qs &As: Quayside site plan release December 8, 2018
5. Sidewalk Labs presentation: Quayside site plan December 8, 2018

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Edward Chalupka[redacted]@waterfrontoronto.ca>
Sent: January 8, 2019 8:55 PM
To: Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC); adam.redish@ontario.ca; Wendy Ren (wendy.ren@ontario.ca); Whitehead, Cam (MOI); David Stonehouse; Jayne Naiman; [redacted]@toronto.ca; Deborah Blackstone; Hobbs, Joshua (INFC); lauren.macgillvray@ontario.ca; robert.linden@ontario.ca
Cc: Cameron MacKay; Andrew Tumilty; Carol Webb
Subject: RE: Holding Statement TRBOT Report
Attachments: WT Statement on TRBOT report Jan 8.docx

Apologies for resending – but neglected to include respective comms division on the original email.

Ed

From: Edward Chalupka
Sent: Tuesday, January 8, 2019 8:46 PM
To: 'Campbell, Glenn (INFC)' ; Faraday-Smith, Nancy (INFC) ; Tippins, Shawn (INFC) ; adam.redish@ontario.ca; Wendy Ren (wendy.ren@ontario.ca) ; Whitehead, Cam (MOI) ; 'David Stonehouse' ; 'Jayne Naiman' ; 'Michael Noble'
Cc: Cameron MacKay (CMacKay@waterfrontoronto.ca) ; Andrew Tumilty ; Carol Webb (CWebb@waterfrontoronto.ca)
Subject: Holding Statement TRBOT Report

Hello all –

This afternoon we were advised that the Toronto Region Board of Trade (BOT) plans to release a report addressing what organization should be in-charge of data governance for Quayside. The BOT has been trying to assert itself in the Smart Cities space for some time and are of the view that data governance of the Quayside project should be transferred to a third-party organization, which is neither Waterfront Toronto nor Sidewalk Labs. As such they are recommending that the Toronto Public Library should establish the governance structure of a Data Hub (Data Trust), including what data will be collected and how it will be managed and used.

For its part the BOT has told us that the intent of the report is to elevate the discussion beyond Quayside and to ensure that final oversight over public realm data capture and related issues is assigned to a third party with citywide scope.

The Board of Trade will not be holding a media conference. We expect that the report, given its subject matter, could receive considerable media attention. Attached please find one document with the holding statement and Q&As that Waterfront Toronto has prepared in advance of tomorrow's announcement.

Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

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Holding statement from Waterfront Toronto on Board of Trade Biblio Tech Report

With the Quayside project, Waterfront Toronto set out to explore how new ways of building and design enabled by technology could make city living more affordable, and launch exciting innovations. The public policy issues that surround this ambition, particularly data and privacy, have drawn global attention to Toronto and the world is watching how we respond.

As the Board of Trade notes there are many different models for data trusts, a role Waterfront Toronto never considered occupying directly itself. In some cases leadership is provided by municipal CIOs, academia, and as the Board of Trade proposes, public libraries. Waterfront Toronto is interested in looking at all options that serve the public interest.

In addition to the tremendous work of the Digital Strategy Advisory Panel, and the Civic Labs led by Waterfront Toronto, we were pleased to recently partner with MaRS Solutions Lab to develop materials to better help the public understand civic trusts and how they work. The first phase of work on this primer is nearly complete and is anticipated to be released next week.

The purpose of this primer is to explain as simply as possible how a civic digital trust could responsibly share smart city data and algorithms.

We would be very pleased to have the Board of Trade to work in partnership with Waterfront Toronto and MaRS in the next phases of this initiative.

As we have on all our projects, Waterfront Toronto encourages feedback from the general public, our government partners, community groups, and stakeholders such as the Board of Trade.

Waterfront Toronto Q&As on Board of Trade Report

1. Was Waterfront Toronto expecting this report?

   Yes, we know that the Board of Trade has been working on exploring ideas and policies relating to smart cities, and have dedicated a great deal of time and staff resources to their efforts.

2. Is this report an indictment of Waterfront Toronto's handling of the data governance issues?

   Waterfront Toronto has never envisioned ourselves ever being directly involved with the responsibility of data collection or management. We have said so publicly and repeatedly throughout this process, and nothing in this report contradicts our previous public statements.

3. Does Waterfront Toronto think the Toronto Public Library is an appropriate agency to manage data and privacy issues?

   There are a number of models in place globally in terms of this sort of data management. These include the responsibility falling to municipal CIOs, academia, and in some examples, public libraries. Waterfront Toronto is interested in hearing about the benefits of all of these options.

4. How would setting up the Toronto Public Library as a data trust be funded?
   All of Waterfront Toronto's projects are funded on project-by-project basis. We don't have the discretion to allocate funding, so that is something that would be determined by our government partners.

5. Did the Board of Trade consult with Waterfront Toronto for this report?

   Yes, we were provided a draft of the report in December, and had the opportunity to provide feedback, insight, and updated information as we deemed necessary.

6. Does this report speak to the Auditor General's recommendations regarding establishing a policy framework for Smart Cities?

   The report outlines one possible solution to a specific issue relating to Smart Cities, one Waterfront Toronto is committed to getting right. A full policy framework would require

a broader look at a number of different legislative options from our government partners.

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Kristina Verner <KVerner@waterfrontoronto.ca>
Sent: December 19, 2018 11:14 AM
To: Campbell, Glenn (INFC)
Subject: Fw: Latest Draft
Attachments: BiblioTech Report - Final WT.docx

Further to my note yesterday, please find attached the draft report the Board of Trade was preparing to issue this week. It is important to note that until Friday, December 14, neither Waterfront Toronto or Toronto Public Library had seen any previous drafts, nor had either organization had a conversation/consultation about the recommendations.

The Mayor's office also has visibility on this matter, but we are sharing this with you as the Board of Trade's CEO indicated that the federal government was one of the stakeholders that asked them to pursue this topic and to make a recommendation.

I will call you shortly to discuss this.
Kristina

kristina verner | vice president, innovation, sustainability & prosperity | Waterfront Toronto | 1310-20 bay street | toronto ON M5J 2N8 [redacted] kverner@waterfrontoronto.ca | www.waterfrontoronto.ca

From: Kristina Verner
Sent: December 18, 2018 12:17:54 PM
To: Janet De Silva
Cc: Meg Davis; Marisa Piattelli
Subject: RE: Latest Draft

Hello Jan,

Thank you for taking the time to meet with Meg, Marisa and I yesterday. We appreciated understanding the context of the report more fully from you and hope that you were able to also get a better sense of the nature of the concerns that we raised.

In light of the timelines that you expressed, and in an effort to be helpful, I have provided recommended changes to the report in service of our shared goal of elevating the policy conversation beyond simply Quayside into the broader smart city dialogue. I have endeavored to retain references to the Quayside project as a demonstration project for the issues that are coming to ground here in Toronto, while raising the conversation into the broader Toronto regional context. I have also recrafted references in the report that were perhaps inaccurate or inappropriate given the genuine desire to reinforces the Board of Trade's thought leadership role. It may also be beneficial to loop back with your team internally regarding the consultations with Sidewalk and the federal government.

Please note that I have also include some notes in the margins to give you some increased visibility as to where our current thinking is on some of these issues as we clearly have alignment in these areas.

I hope that these recommendations are embraced by your team, and would welcome the opportunity to discuss any elements in more detail if necessary, or even to review a subsequent turn of the of the document. Please keep us apprised of the intended publication timelines and don't hesitate to reach out directly if you need further assistance.

All the best for a safe and happy holiday season.

Kristina

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kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted] kverner@waterfrontoronto.ca | www.waterfrontoronto.ca

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From: Janet De Silva
Sent: Monday, December 17, 2018 3:51 PM
To: Kristina Verner
Subject: Latest Draft

Get Outlook for iOS

Janet De Silva

President & Chief Executive Officer

Phone: 416 862 4542 | Mobile: [redacted]

jdesilva@bot.com

[redacted]

Hear from our 2019 Toronto Region Builder, Dr. Geoffrey Hinton at our 131st Annual Dinner: Advancing the Global Region, presented by Odgers Berndtson.

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Page(s) 378 to 398
are withheld
pursuant to paragraph
20(1)(b)
of the *Access to Information Act*

****

La/les page(s) 378 à 398
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
20(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Edward Chalupka[redacted]@waterfrontoronto.ca>
Sent: December 5, 2018 12:01 PM
To: Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC); David Stonehouse; Brett Howell; Wendy Ren (wendy.ren@ontario.ca); adam.redish@ontario.ca; Whitehead, Cam (MOI)
Cc: Cameron MacKay; Marisa Piattelli; Meg Davis
Subject: FW: AG Docs
Attachments: AG - Media statement.pdf; Auditor General's Report - Public FAQ.pdf; Copy of AG Report - Narrative and KMs V.2.pdf

Latest documents – depending on what the auditor says at the podium these may change before being released publicly.

Ed

From: Andrew Tumilty
Sent: Wednesday, December 5, 2018 11:59 AM
To: Edward Chalupka
Subject:

Here you go,

Narrative and KM are an internal document

andrew tumilty | media relations and issues advisor | **Waterfront Toronto** |
1310-20 bay street | toronto ON M5J 2N8 |[redacted]|
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December 5, 2018

Statement by Waterfront Toronto Interim CEO Michael Nobrega Regarding the Report of Ontario's Auditor General

TORONTO – Waterfront Toronto CEO Michael Nobrega issued the following statement today in response to the Auditor General's report, released this morning:

"We acknowledge the Auditor General's report and thank her for her work. We will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects. We've begun the implementation of recommendations and always strive to protect the public in all of our revitalization plans.

Waterfront Toronto has been the catalyst for incredible work being done as well as significant investment for the future of the waterfront– just look around and you can see the cranes and construction creating new opportunities for people to live, work and enjoy their waterfront.

The Auditor General's report accurately identifies some of the structural barriers we've faced in revitalizing the waterfront, such as land ownership and planning control. Despite those barriers, over the past 15 years, Waterfront Toronto has attracted billions of dollars in private investment to the waterfront, created new parks and access to the shores of Lake Ontario.

We are pleased to report that action is being taken to remove the single largest barrier to waterfront revitalization: flood protection of the Port Lands. Just last week, Waterfront Toronto and its federal, provincial, and municipal partners broke ground on the Port Lands Flood Protection Project. This is a game changer for our city and for our organization. Once complete, flood protection will unlock almost half of the land available to Waterfront Toronto for revitalization.

The Auditor General's report reviewed our procurement process with respect to Quayside. On this issue, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. Former Associate Chief Justice of Ontario and Ontario Integrity Commissioner, the Honorable Coulter Osborne has reviewed the Auditor's finding and reports that:

> "In summary, I am satisfied that no organization, including the eventual short-listed proponents, was provided with any information or documentation that was not public or readily accessible. The evidence pertaining to this seems to me to be clear. I am satisfied that Waterfront Toronto successfully took all reasonable steps to ensure that the Quayside procurement proceeded on the basis that no proponent or potential proponent secured any unfair advantage. In my opinion, there is no evidence that would support a contrary conclusion."

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With respect to Quayside, we expect to see a Master Innovation and Development Plan in the new year. Waterfront Toronto has, however, made its evaluation criteria known to our innovation partner and to the public and the bar is high. We continue to welcome the ongoing public dialogue about the role of technology in our cities and our lives, including data collection and privacy. We look forward to continuing to work with our government partners prior to taking next steps on this project.

We remain committed to broad public engagement on a proposed plan for Quayside, which includes consulting with all potentially impacted government departments and regulatory agencies. As the Auditor General herself noted, Waterfront Toronto does not have the power to amend or override federal, provincial or municipal policies or laws governing technology, privacy or transportation. We will take our lead from our shareholders at the three levels of government with respect to any regulatory or policy amendments that may be required to enable the safe and ethical uses of new technologies.

Since its inception, Waterfront Toronto has recognized that its first duty is to protect the public interest as it revitalizes this precious resource – we have only one waterfront, and our business practices reflect that. We look forward to the next chapter in Waterfront Toronto's work to revitalize the waterfront."

Quick Facts:

- The Auditor General's report recognizes the role played by Waterfront Toronto in leveraging the initial $1.2 billion seed capital received from all three levels of government to generate over $10 billion in new private sector investment and 26 hectares of new parks and public spaces. That space includes award-winning developments such as Sugar Beach and Corktown Common.

- Waterfront Toronto's work has contributed to 14,100 full-time years of employment, 5,000 new residential units, almost 600 affordable housing units, and 1.5 million square feet of commercial office space to date.

- Waterfront Toronto has redeveloped 150 acres of waterfront area, and the upcoming flood protection of the Port Lands will unlock approximately another 800 acres for development – almost half of the land that falls under Waterfront Toronto's development area.

- More information from Waterfront Toronto regarding the Auditor General's report can be found at www.waterfrontoronto.ca/ag2018

For more information:

Andrew Tumilty
Media Relations
atumilty@waterfrontoronto.ca

Auditor General's Report - Additional Information

The Auditor General's 2018 report included a review of Waterfront Toronto's operations over its 15 years, as well as a particular focus on our Quayside project. This was one of 15 value-for-money audits conducted by the Auditor General this year.

Waterfront Toronto was permitted a limited response in the report. In the interest of transparency and accountability, we are providing additional information and context in regard to several issues raised in the report.

Quayside Procurement

We are confident that Waterfront Toronto's RFP procurement process is fair, open, and competitive, and that view applies to the RFP for the Quayside project. In fact, we sought a legal opinion, and an opinion from a former Integrity Commissioner to validate that this was the case.

Former Ontario Integrity Commissioner and Associate Chief Justice of Ontario, the Hon. Coulter Osborne, was appointed as Waterfront Toronto's Fairness Advisor for the RFP, and he confirmed that:

> "In summary, I am satisfied that no organization, including the eventual short-listed proponents, was provided with any information or documentation that was not public or readily accessible. The evidence pertaining to this seems to me to be clear. I am satisfied that Waterfront Toronto successfully took all reasonable steps to ensure that the Quayside procurement proceeded on the basis that no proponent or potential proponent secured any unfair advantage. In my opinion, there is no evidence that would support a contrary conclusion."

Moreover, procurement experts at Dentons LLP reviewed our procurement process with respect to the Quayside project, and concluded:

> "... we have not observed anything that we would qualify as deviating from accepted procurement best practices in Canada. On the contrary, we observe that this RFP process incorporated many accepted, modern hallmarks of an open, transparent and fair process. Finally, we understand that while bidders had ample opportunity to do so, none of them raised concerns related to the proponent evaluation and selection process."

Market Sounding

Waterfront Toronto provided documents and held meetings with over 50 companies and organizations in the year leading up to the RFP for Quayside. This is a common practice known

as “market sounding,” which is undertaken to gauge market enthusiasm or interest in a project prior to issuing an RFP.

Our market sounding process for Quayside is outlined in a 2017 memo, which details both the market outreach, and the RFP process. The memo outlines the shortlisted bidders and the rigorous selection process, which included four rounds of Commercially Confidential Meetings overseen by an independent Fairness Advisor, the Hon. Coulter Osborne Q.C.

Again, we secured a legal opinion from Dentons LLP about our market sounding activities regarding Quayside, and received confirmation that our activities were conducted appropriately:

> “In principle, there is nothing improper about pre-solicitations consultations with potential bidders or other parties. In fact, in complex or innovative procurements, such exercises are widely considered as a best practice and an important first step in designing a successful solicitation. Pre-solicitation exercises can take a variety of different forms, including one-on-one meetings with stakeholders and potential bidders, bidder conferences, independent research, the publication of requests for expressions of interest, among many other forms and formats...
>
> ...In our view, a reasonable person, properly informed of the information outlined above and other relevant information regarding the RFP process (such as the involvement of a fairness monitor), would not arrive at the conclusion that Waterfront Toronto acted in a manner that was biased.”

Scope of Quayside Project

The scope of planning was amended in the Plan Development Agreement (PDA) beyond the Quayside parcel to apply to a broader Designated Waterfront Area (DWA). The planning area was expanded to reflect the fact that Quayside is not an island. Roads and power grids won’t end at its borders, so it’s important that planners be able to integrate Quayside into the broader waterfront.

To be clear, there is no sale or transfer of lands.Nothing in the PDA gives Sidewalk Labs or any other party, ownership of any lands. The PDA would permit implementation of the Master Innovation and Development Plan (if approved) on any land owned by Waterfront Toronto or Sidewalk Labs outside of Quayside in the wider waterfront area, but would require approvals from all three levels of government and landowners. This is all consistent with the RFP that was issued, and this was the opinion of Dentons LLP as well:

> “References to the broader Designated Waterfront Area provide appropriate geographic context, allow Sidewalk to factor this context into the MIDP where a larger geographic scale supports the plans (e.g., waste management or transportation) and grant Waterfront Toronto certain rights to subsequently use what is developed in developing the Quayside MIDP (such as IP) in the broader Designated Waterfront Area.
>
> ...any implementation of the MIDP will be subject to subsequent approvals and clearances,

including from governments and landowners. In our view, the MIDP Scope set out in Schedule B remains consistent with the terms of the RFP."

Personal Data

During the course of this audit, Waterfront Toronto repeatedly confirmed with the Auditor General our position that we will not approve a Master Innovation and Development Plan or Principal Implementation Agreements that would provide preferential treatment to any Alphabet company, including Google, regarding linking to, sharing or use of personal data. Sidewalk Labs has also committed to abiding by this principle.

Specifically we have committed to not share personal data with third parties, including other Alphabet companies, require that data cannot be used for advertising purposes, and that Privacy by Design be embedded in all solutions proposed by Sidewalk Labs.

Waterfront Toronto – Key Messages– Auditor General's Report

Key messages:

Key message 1 – Acknowledge AG Report
We acknowledge the Auditor General's report and thank her for her work. We will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects. We've begun the implementation of recommendations and always strive to protect the public in all of our revitalization plans.

Key message 2 – Waterfront Toronto committed to excellence in revitalization
Waterfront Toronto has been the catalyst for incredible work being done as well as significant investment for the future of the waterfront. Our first duty is to protect the public interest as we revitalize this precious resource.

Key message 3 – Address issues called out in AG Report
The AG report called into question the procurement process of the Quayside development. With this, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. This is the process that was applied to Quayside and is the process we use and will continue to use with all of our many projects.

Key message 4 – Clear and transparent communications
We have been clear and transparent about the status of the procurement process as well as our commitment to engagement with our various communities.

Key message 5 – Ongoing public and stakeholder engagement process
We remain committed to broad public engagement on a proposed plan for Quayside, which includes consulting with all potentially impacted government departments and regulatory agencies.

Key Messages and proof points:
TONE: Proud, not defensive

Key message 1 – Acknowledge AG Report
We thank the Auditor General for her work and will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects.

Key message 2 – Waterfront Toronto committed to excellence in revitalization
Waterfront Toronto has been the catalyst for incredible work being done as well as significant investment for the future of the waterfront. Our first duty is to protect the public interest as we revitalize this precious resource.

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- Waterfront Toronto has redeveloped 150 acres of waterfront area.
- Over the past 15 years, Waterfront Toronto has attracted $10 billion in private investment for the waterfront, created new parks and public spaces, and generated new residential and commercial spaces where Torontonians can live and work.
- Waterfront Toronto has helped create 14,100 full-time years of employment.
- Waterfront Toronto has created new and popular public spaces including Sugar Beach and the Corktown Commons.
- The most significant job we have is to flood-protect the downtown core. This is the first step needed before revitalization work can begin and the enormity of the challenge cannot be overstated. Significant steps have already been made.
    - Just last week we broke ground on the Port Lands flood protection. Once it's complete, it will unlock almost half – 800 acres – of the land available to Waterfront Toronto for revitalization. It's a game changer.

Key message 3 – Address issues called out in AG Report

The AG report called into question the procurement process of the Quayside development. With this, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. This is the process that was applied to Quayside and is the process we use and will continue to use with all of our many projects.

Quayside Procurement

- Waterfront Toronto took a proactive role in advancing the conversation in Canada about how technology can impact civic life by issuing an RFP for an Innovation and Funding Partner for Quayside.
- The process for procurement for Quayside was overseen by an independent Fairness Advisor, former Ontario Integrity Commissioner, Justice Colter Osbourne. He has reviewed the Auditor General's report and stands by his opinion that the process was open, fair, rigorous and competitive.
- The Auditor General also mentioned advance materials being provided. No competitive advance was afforded to any group or individuals.
    - Waterfront Toronto engaged in market soundings – pre-meetings with any interested parties – to help develop our RFPs. This is an industry norm to both inform and increase interest in an RFP.
    - All participants were provided with the same information.
      We provided information about the Quayside site and held meetings with over 50 companies and organizations who were interested in the project.
- It must be noted that the Auditor General looked only at the volume of material provided to Sidewalk Labs, and not the relevance or materiality of those documents.
- All information provided was publicly available, a summary of publicly available information, or data available through the City of Toronto's Open Data Portal.

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Quayside Approvals/Political Interference

- It's important to remember that the Framework Agreement was an agreement to finalize an RFP process and start developing a proposed plan.
- TO be clear, management and an evaluation committee chose SWL as the winning proponent, not the board.
- SWL was selected on September 11, 2017 and a committee of the board (IREQ) negotiated the so called Framework Agreement until October 13th; over a month.
- No plan for Quayside has been received or evaluated. We continue to welcome the ongoing public dialogue about the role of technology in our cities and our lives, including data collection and privacy.

Key message 4 – Clear and transparent communications

We have been clear and transparent about the status of the procurement process as well as our commitment to engagement with our various communities.

- We have held over 325 public and stakeholder meetings
- Published over 612 E-blasts and newsletters;
- Held over 200 news conferences, special and community events
- Directly engaged over 15,000 stakeholders through consultations
- Have 28,000 social media followers
- No plan for Quayside has been received by Waterfront Toronto but we have made our stringent evaluation criteria known and the bar is high.

Key message 5 – Ongoing public and stakeholder engagement process

We remain committed to broad public engagement on a proposed plan for Quayside, which includes consulting with all potentially impacted government departments and regulatory agencies.

- We expect a proposed plan for Quayside in the next few months, and we remain committed to broad public consultation on that plan.
- The City of Toronto will also conduct its own consultations on the plan.
- We will take our lead from all levels of government with respect to proposals that involve new technology that are outside of existing policy frameworks.

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Talking points:

- We thank the Auditor General for her work and will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects.

- Before I/we address the specific items in the Report, let's look at where Waterfront Toronto is today…

- Waterfront Toronto has been the catalyst for incredible work being done as well as significant investment for the future of the waterfront.

- Over the past 15 years, Waterfront Toronto has attracted billions in private investment for the waterfront, created new parks and public spaces, and generated new residential and commercial spaces where Torontonians can live and work.

- The most significant job we are undertaking is flood-protecting the downtown core. This is the first step needed before revitalization work can begin and the enormity of the challenge cannot be overstated. Significant steps have already been made.

    - Just last week we broke ground on the Port Lands flood protection. Once it's complete, it will unlock almost half of the land available to Waterfront Toronto for revitalization. It's a game changer.

- We have only one waterfront. Waterfront Toronto's first duty is to protect the public interest as it revitalizes this precious resource.

- The AG report called into question the procurement process of the Quayside development. With this, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. This is the process that was applied to Quayside and the process we use and will continue to with all of our many projects.

- We have been clear and transparent about the status of the procurement process as well as our commitment to engagement with our various communities. In light of the AG Report, it seems prudent to reemphasize the following:
    - No plan for Quayside has been received by Waterfront Toronto but we have made our stringent evaluation criteria known and the bar is high.
    - We do and will always welcome public input and dialogue about the role of technology in our cities and our lives, including data collection and privacy.
    - We look forward to continuing to work with our government partners prior to taking next steps on this project.

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- We remain committed to broad public engagement on a proposed plan for Quayside, which includes consulting with all potentially impacted government departments and regulatory agencies.

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Gillis, Kelly (INFC)
Sent: December 5, 2018 8:22 AM
To: Campbell, Glenn (INFC)
Cc: Eyre, Jennifer (INFC)
Subject: Fw: Quayside strategy
Attachments: Sidewalk Labs' Grand Vision Meets Reality in Toronto — The Information.pdf

See below...will wait to see what was the document before responding. Tks

Sent from my BlackBerry 10 smartphone on the Rogers network.

From: [redacted]
Sent: Wednesday, December 5, 2018 8:18 AM
To: Gillis, Kelly (INFC)
Subject: Quayside strategy

Kelly,

Hope you are doing well. I read The Logic article today about a strategy for Quayside in Toronto. Is there a document that outlines Infrastructure Canada's strategy for Waterfront Toronto? [redacted] I am looking for the Federal government's economic development strategy for this piece of land and the digital layer that accompanies it.

[redacted] As you can see from the attached, Sidewalk is estimating between $43 billion and $83 billion USD in revenue for itself from this deal so it would be good to see the estimates for Canadian economy too.

Thank you and looking forward to seeing you soon.

Cheers,
[redacted]

"Its largest revenue source was projected to be from real estate development. Sidewalk estimated it could pull in between $43 billion and $83 billion in revenue—depending on factors such as how quickly it could attract residents and workers—from leasing buildings it constructed or selling land over the next three decades.

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EXCLUSIVE CITIES GOOGLE POLICY *Published about an hour ago*

Sidewalk Labs' Grand Vision Meets Reality in Toronto

By Cory Weinberg Nov 29, 2018 8:31 AM PST

Share article

Sidewalk Labs executives were full of ambition two years ago when they pitched their parent company, Alphabet, more than 600 pages of plans for building a city neighborhood from scratch.

The 2016 proposal, which Sidewalk described as preliminary, was designed to stretch the conventions of urban planning, proposing things like enclosing the newly created district with a 260-foot-tall plastic dome. Residential buildings would be constructed with interchangeable, prefabricated sections to make housing easy to customize. The new development eventually was expected to generate tens of billions of dollars in revenue over several decades through land or building sales and tax revenue.

THE TAKEAWAY

- Sidewalk has scaled back plans for new urban district
- Project has faced unexpectedly stiff resistance in Toronto
- Approvals for Sidewalk Toronto hoped for in 2019

Some of these more audacious plans, detailed in confidential materials viewed by The Information, have been scrapped or scaled back.

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Sidewalk last fall announced it would build a commercial and residential neighborhood on a largely undeveloped waterfront site in the city, and began working to get input from local groups and public officials—and hopefully to win their support.

But Sidewalk executives appeared to have been caught off guard by the pushback the project has encountered locally, people close to the company said. The endeavor has faced mounting public skepticism of big technology firms and concerns about consumer privacy.

Dan Doctoroff, Sidewalk Labs' chief executive, acknowledged in an interview that the project has been refined from the initial 2016 plan, but generally has remained consistent. "Technologies change. You learn more about what is feasible over time. You face political realities and opportunities," he said.

Other tech firms have been tempted by the idea of building or reshaping communities. In 2016, Y Combinator launched a research project to learn how it could build and finance a new city. Zappos CEO Tony Hsieh has poured hundreds of millions of dollars to help turn downtown Las Vegas into a tech hub, and later admitted making several mistakes in his approach. A cryptocurrency millionaire has been planning a new community that leverages blockchain technology near Reno, Nev.

But none of these efforts has the scale or ambition of what Sidewalk hopes to build in Toronto.

Sidewalk's current proposal for that city is to build an initial 12-acre site, potentially with new streets, housing, retail and an office for Google, its sister company. From there, the company would hope to fan out across 800 acres on the city's waterfront, on one of the "largest underdeveloped urban sites in North America," as the company described it recently. The future neighborhood would serve as a testing ground for things like concrete that can melt snow and underground systems for package delivery.

Sidewalk is planning to release more details for the proposed development in the coming weeks, with a full outline due early next year. The plans will need the approval of various

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likely that the project proceeds in a curtailed form.

Privacy Concerns

In Toronto, residents and public officials have expressed concern that a neighborhood built from the ground up by an internet giant raised the specter of masses of personal data commandeered for commercial purposes, or even left vulnerable to hackers.

In recent months, Sidewalk has tried to address the privacy issue, saying it would set up an independent trust to manage the data gleaned from its operations. Toronto officials have pledged to bring extra scrutiny to the proposal to ensure sufficient affordable housing and privacy standards.

"The fundamental problem is: Why do you let this company run the show?" said Bianca Wylie, co-founder of Tech Reset Canada, an advocacy group focused on public policy and tech. "You are dealing with public assets. You don't get to act like this."

While Mr. Doctoroff allowed that perceptions of big tech have changed, he defended Sidewalk's plans for handling personal information, saying the company always intended to have privacy protections in the district. "People went on the attack without listening to what we were saying or giving us the time to wrestle with a complicated issue," he said. "We took our time, candidly, to develop an approach we think is pretty radical and something we don't think people would have expected us to articulate."

An Alphabet manager briefed on the project said Sidewalk Labs executives have said they have struggled to manage the project's image with the public. "They realize they need to come up with something sooner or later" that offers more specifics on the proposed development. "People are getting antsy," the manager said.

Real Estate Returns

The rewards of pulling off large-scale development from scratch could be immense, Sidewalk Labs suggested in the confidential plans in 2016. The company planned for several revenue

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Its largest revenue source was projected to be from real estate development. Sidewalk estimated it could pull in between $43 billion and $83 billion in revenue—depending on factors such as how quickly it could attract residents and workers—from leasing buildings it constructed or selling land over the next three decades. Another revenue source would come from things like pay-as-you-go fees for people to use electricity, waste management and internet connectivity that Sidewalk planned to provide. It also looked to strike revenue-sharing agreements with local governments, including property and sales taxes.

Mr. Doctoroff said this week the project would make money from some limited real estate development and an increase in land value. But the company has put a stronger focus on underwriting infrastructure for the district that would be difficult to finance. "Our role is to create conditions so others can be successful," he said.

It isn't clear how Sidewalk's revamped vision will affect its initial financial projections. A person close to Sidewalk said the company has discussed how there is "a lot of money to be made on being a utility or charging people money for tolls," as well as new urban products and services it can test in the city.

Opponents Emerge

Mr. Doctoroff, a former deputy mayor of New York City and the former CEO of Bloomberg LP, has run Sidewalk Labs since 2015. The idea for the company was hatched a year earlier inside Google, before the creation of the Alphabet holding company, with support from Google co-founder Larry Page.

Mr. Page, who didn't return a request through a spokesperson to comment for this article, is said to be intensely interested in finding private-market solutions to urban problems. In addition to Sidewalk, the search-advertising giant has built divisions focused on urban technologies including Waymo, for autonomous vehicles, and Google Fiber, for high-speed internet connectivity.

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Its consumer mapping apps Google Maps and Waze remain popular, and its real estate division had been working on futuristic building concepts at its Mountain View headquarters.

Google wanted a new division that could work on urban innovations, exploring things like software to track future autonomous vehicles and new construction materials. It also wanted to figure out how Sidewalk could play a role in managing utilities and transportation in parts of major North American cities to prove that governments and financial backers of big infrastructure projects should take more risks.

The company figured it could "stack the deck" toward bringing technologies such as shared self-driving vehicles into the mainstream by banning traditional vehicles and implementing new road pricing policies in the new Sidewalk neighborhood, according to the 2016 proposal.

While Sidewalk Labs announced its deal in Toronto last year to much fanfare, skeptics have since emerged in nearly every branch of government in Canada. At the federal level, cabinet ministers peppered Google's head of public policy in Canada with questions about Sidewalk Labs' commitment to data protection and how the company won the development bid.

At Waterfront Toronto, the publicly funded agency that oversees development at the water's edge and that selected Sidewalk Labs, at least one government-appointed board member resigned, claiming she had insufficient time to review terms of the deal. Other advisers tapped by Sidewalk or government agencies to work on the project have left after being asked to sign non-disclosure agreements or having other disagreements.

Ann Cavoukian, a former Canadian privacy commissioner who had been advising Sidewalk Labs on data-collection matters, left the project last month over concern that residents' data would be vulnerable to exposure inadvertently. She said Sidewalk Labs has agreed with her stipulation that data collected from sensors and other technologies should be anonymized at

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the collection and use of urban data was too risky.

"Sidewalk Labs could no longer guarantee that all data would be de-identified at source—they could only encourage other parties to do so," she wrote in an email to The Information.

One proponent of the project, Mark Wilson, a former IBM executive who used to chair the board of Waterfront Toronto, said he believed Sidewalk Labs had made some mistakes in the process, but he hoped that more detailed plans would help allay public concerns.

"Sidewalk is being accused of trying to privatize the city. People have a notion in their mind that they're going to run this neighborhood and propagate it across the city. I don't think that will be the outcome," he said.

In one way, Sidewalk is ahead of the timetable it set in 2016. The company originally planned a competition for cities to vie for Sidewalk to build the district, with a bid awarded by this fall. It considered trying to convince U.S. cities to use the powers of eminent domain to acquire land for Sidewalk, which at the same time would use a public-relations strategy to "convey clearly that the project is not a fully determined, top-down development." It would pick 5 to 10 finalist cities, and planned op-eds from experts "praising the project's approach and goals."

Instead, the company worked quietly in search of friendly cities, considering sites in Nevada before landing on Toronto, people familiar with the matter said.

Smaller Canopies

Several of the outlined concepts in the 2016 plans have remained central to the project. A core part of its vision is using mass-produced timber rather than more costly concrete in tall buildings. The company also has studied how to better design very small apartments known as micro-units. Another concept described in the 2016 planning documents imagined gates at the entrance of the district to block human-driven vehicles. The company said publicly last year it eventually expects to close off most streets to human-driven cars.

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winter. An idea to use software to track vehicles' movements in the district and charge them based on road usage and vehicle occupancy turned into a startup the company spun out, called Coord, which now sells information on cities' parking rules and toll prices. Sidewalk Labs hasn't elaborated on its plans for ground traffic control in Toronto.

As the company appeared to devote more resources to real estate planning, infrastructure finance and public policy issues, at least a half dozen employees who work on the company's potential technology products and business strategy have left in the past year. Those include Anand Babu, a Sidewalk Labs co-founder, and Nicholas Chim, who helped lead the development of transportation software Replica.

Mr. Doctoroff said the company would continue to build product and engineering teams to develop certain products and services in the district, while leaving it to others to develop the "vast majority" of new technologies.

Managing Expectations

The original idea for a plastic dome covering the new neighborhood was viewed as the district's "signature feature," according to the 2016 planning document. Inspired in part by science fiction, the dome, dubbed the Canopy, was projected to cost $325 million. It was described as a way to make buildings less expensive to construct by protecting them from wind forces. The company planned to "design a major public event around the 'dome-raising' in which the Canopy will be pressurized and rise," according to the plans. The book included a photograph of Buckminster Fuller, a radical architect who built dome structures in the mid-20th century.

The concept didn't make it into Sidewalk Labs' plans for Toronto, in part because of myriad technical hurdles. There also were potential public-relations headaches. The Canopy had become somewhat of an inside joke inside Sidewalk, especially after a late 2016 "Saturday Night Live" sketch following President Trump's election that satirized young urban liberals wanting to live in a literal bubble. Other ideas were equally unconventional. In a Bay Area

Ken Greenberg, a Toronto-based urban designer who has advised Sidewalk Labs since 2015, said he was optimistic that the company would focus on practical solutions to problems involving housing, climate change and transportation that eventually could be replicated in other cities.

"We're at a pivotal moment, where until now most people have only seen pieces of the puzzle being described," said Mr. Greenberg. "That will be an interesting moment for people to see —what the urban world might look like if we take a few significant steps beyond what we're used to."

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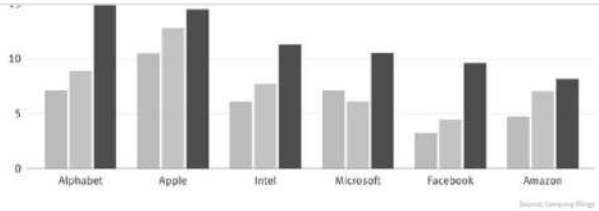
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ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Gillis, Kelly (INFC)
Sent: December 4, 2018 1:51 PM
To: Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC)
Subject: Fw: Waterfront
Attachments: AG Report - QAs - v4 Nov 30 1030am (003).docx

FYI

Sent from my BlackBerry 10 smartphone on the Rogers network.

From: Northey, James (MOI)
Sent: Tuesday, December 4, 2018 12:34 PM
To: Gillis, Kelly (INFC)
Cc: Thompson, Scott (MOI-MTO)
Subject: RE: Waterfront

Deputy,
Please allow me to respond on behalf of Deputy Thompson. Sharing in confidence, our key messages and QA package that was prepared. This is with our Minister's office and likely subject to further change as it makes it way through their approvals.
Regards,
James

From: Gillis, Kelly (INFC)
Sent: Tuesday, December 04, 2018 8:54:50 AM (UTC-05:00) Eastern Time (US & Canada)
To: Thompson, Scott (MOI-MTO)
Subject: Waterfront

Hi, Hope all is well. I wondering if you have any reaction that you can share on Ontario's response to the AG report. We received the WT comms [redacted].Thanks
Sent from my BlackBerry 10 smartphone on the Rogers network.

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Page(s) 423 to 425
are withheld
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La/les page(s) 423 à 425
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
13(1)(c) & 21(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: December 3, 2018 6:02 PM
To: Gillis, Kelly (INFC)
Cc: Eyre, Jennifer (INFC)
Subject: FW: Confidential Drafts of Media Materials for AG Report
Attachments: Confidential Q&A.pdf; Auditor General's Report - Public FAQ (1).pdf; AG - Media statement.pdf; Copy of AG Report - Narrative and KMs V.2.pdf

Will bring your office hard copies

From: Edward Chalupka [redacted]@waterfrontoronto.ca]
Sent: December 3, 2018 3:11 PM
To: Campbell, Glenn (INFC) ; Faraday-Smith, Nancy (INFC) ; Tippins, Shawn (INFC) ; adam.redish@ontario.ca; Wendy Ren (wendy.ren@ontario.ca) ; Cameron MacKay ; David Stonehouse ; Brett Howell
Cc: Cameron MacKay ; Meg Davis ; Marisa Piattelli ; Kristina Verner
Subject: Confidential Drafts of Media Materials for AG Report

Hello,

Please find attached confidential draft media materials in advance of the release of the AG report this Wednesday for your information and further use. We are still refining the documents and will send final versions as soon as they are ready tomorrow but I don't anticipate significant changes. Please forward materials as appropriate within your organizations.

Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

WATERFRONToronto

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December 5, 2018

Statement by Waterfront Toronto Interim CEO Michael Nobrega Regarding the Report of Ontario's Auditor General

TORONTO – Waterfront Toronto CEO Michael Nobrega issued the following statement today in response to the Auditor General's report, released this morning:

"We acknowledge the Auditor General's report and thank her for her work. We will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects. We've begun the implementation of recommendations and always strive to protect the public in all of our revitalization plans.

Waterfront Toronto has been the catalyst for incredible work being done as well as significant investment for the future of the waterfront– just look around and you can see the cranes and construction creating new opportunities for people to live, work and enjoy their waterfront.

The Auditor General's report accurately identifies some of the structural barriers we've faced in revitalizing the waterfront, such as land ownership and planning control. Despite those barriers, over the past 15 years, Waterfront Toronto has attracted billions of dollars in private investment to the waterfront, created new parks and access to the shores of Lake Ontario.

We are pleased to report that action is being taken to remove the single largest barrier to waterfront revitalization: flood protection of the Port Lands. Just last week, Waterfront Toronto and its federal, provincial, and municipal partners broke ground on the Port Lands Flood Protection Project. This is a game changer for our city and for our organization. Once complete, flood protection will unlock almost half of the land available to Waterfront Toronto for revitalization.

The Auditor General's report reviewed our procurement process with respect to Quayside. On this issue, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. Former Associate Chief Justice of Ontario and Ontario Integrity Commissioner, the Honorable Coulter Osborne has reviewed the Auditor's finding and reports that:

> "In summary, I am satisfied that no organization, including the eventual short-listed proponents, was provided with any information or documentation that was not public or readily accessible. The evidence pertaining to this seems to me to be clear. I am satisfied that Waterfront Toronto successfully took all reasonable steps to ensure that the Quayside procurement proceeded on the basis that no proponent or potential proponent secured any unfair advantage. In my opinion, there is no evidence that would support a contrary conclusion."

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With respect to Quayside, we expect to see a Master Innovation and Development Plan in the new year. Waterfront Toronto has, however, made its evaluation criteria known to our innovation partner and to the public and the bar is high. We continue to welcome the ongoing public dialogue about the role of technology in our cities and our lives, including data collection and privacy. We look forward to continuing to work with our government partners prior to taking next steps on this project.

We remain committed to broad public engagement on a proposed plan for Quayside, which includes consulting with all potentially impacted government departments and regulatory agencies. As the Auditor General herself noted, Waterfront Toronto does not have the power to amend or override federal, provincial or municipal policies or laws governing technology, privacy or transportation. We will take our lead from our shareholders at the three levels of government with respect to any regulatory or policy amendments that may be required to enable the safe and ethical uses of new technologies.

Since its inception, Waterfront Toronto has recognized that its first duty is to protect the public interest as it revitalizes this precious resource – we have only one waterfront, and our business practices reflect that. We look forward to the next chapter in Waterfront Toronto's work to revitalize the waterfront."

Quick Facts:

- The Auditor General's report recognizes the role played by Waterfront Toronto in leveraging the initial $1.2 billion seed capital received from all three levels of government to generate over $10 billion in new private sector investment and 26 hectares of new parks and public spaces. That space includes award-winning developments such as Sugar Beach and Corktown Common.

- Waterfront Toronto's work has contributed to 14,100 full-time years of employment, 5,000 new residential units, almost 600 affordable housing units, and 1.5 million square feet of commercial office space to date.

- Waterfront Toronto has redeveloped 150 acres of waterfront area, and the upcoming flood protection of the Port Lands will unlock approximately another 800 acres for development – almost half of the land that falls under Waterfront Toronto's development area.

- More information from Waterfront Toronto regarding the Auditor General's report can be found at www.waterfrontoronto.ca/ag2018

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For internal purposes only

For more information:

Andrew Tumilty
Media Relations
atumilty@waterfrontoronto.ca

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Auditor General's Report - Additional Information

The Auditor General's 2018 report included a review of Waterfront Toronto's operations over its 15 years, as well as a particular focus on our Quayside project. This was one of 15 value-for-money audits conducted by the Auditor General this year.

Waterfront Toronto was permitted a limited response in the report. In the interest of transparency and accountability, we are providing additional information and context in regard to several issues raised in the report.

Quayside Procurement

We are confident that Waterfront Toronto's RFP procurement process is fair, open, and competitive, and that view applies to the RFP for the Quayside project. In fact, we sought a legal opinion, and an opinion from a former Integrity Commissioner to validate that this was the case.

Lawyers at Dentons LLP reviewed our procurement process with respect to the Quayside project, and concluded:

> "... we have not observed anything that we would qualify as deviating from accepted procurement best practices in Canada. On the contrary, we observe that this RFP process incorporated many accepted, modern hallmarks of an open, transparent and fair process. Finally, we understand that while bidders had ample opportunity to do so, none of them raised concerns related to the proponent evaluation and selection process."

Former Ontario Integrity Commissioner and Associate Chief Justice of Ontario, the Hon. Coulter Osborne, was appointed as Waterfront Toronto's Fairness Advisor for the RFP, and he confirmed a similar view in a letter as well:

> "To summarize, the RFP documents are fair in that they are clear and confer no particular advantage on anyone. Nor do they confer a disadvantage to any proponent or potential proponent.The meetings with the proponents also confer no advantage or disadvantage to any of the proponents, or potential proponents. The evaluation of the proposals submitted followed the provisions of the RFP and, in my view, was fair in all respects."

In light of the issues discussed in Auditor General's Report, Waterfront Toronto asked former Justice Osborne to review and comment on those issues. Justice Osborne reports:

> "In summary, I am satisfied that no organization, including the eventual short-listed proponents, was provided with any information or documentation that was not public or readily accessible. The evidence pertaining to this seems to me to be clear. I am

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> satisfied that Waterfront Toronto successfully took all reasonable steps to ensure that the Quayside procurement proceeded on the basis that no proponent or potential proponent secured any unfair advantage. In my opinion, there is no evidence that would support a contrary conclusion."

Market Sounding

Waterfront Toronto provided documents and held meetings with over 50 companies and organizations in the year leading up to the RFP for Quayside. This is a common practice known as "market sounding," which is undertaken to gauge market enthusiasm or interest in a project prior to issuing an RFP.

Our market sounding process for Quayside is outlined in a 2017 memo, which details both the market outreach, and the RFP process. The memo outlines the shortlisted bidders and the rigorous selection process, which included four rounds of Commercially Confidential Meetings overseen by an independent Fairness Advisor, the Hon. Coulter Osborne Q.C.

Again, we secured a legal opinion from Dentons LLP about our market sounding activities regarding Quayside, and received confirmation that our activities were conducted appropriately:

> "In principle, there is nothing improper about pre-solicitations consultations with potential bidders or other parties. In fact, in complex or innovative procurements, such exercises are widely considered as a best practice and an important first step in designing a successful solicitation. Pre-solicitation exercises can take a variety of different forms, including one-on-one meetings with stakeholders and potential bidders, bidder conferences, independent research, the publication of requests for expressions of interest, among many other forms and formats...
>
> ...In our view, a reasonable person, properly informed of the information outlined above and other relevant information regarding the RFP process (such as the involvement of a fairness monitor), would not arrive at the conclusion that Waterfront Toronto acted in a manner that was biased."

Scope of Quayside Project

The scope of planning was amended in the Plan Development Agreement (PDA) beyond the Quayside parcel to apply to a broader Designated Waterfront Area (DWA). The planning area was expanded to reflect the fact that Quayside is not an island. Roads and power grids won't end at its borders, so it's important that planners be able to integrate Quayside into the broader waterfront.

To be clear, there is no sale or transfer of lands.Nothing in the PDA gives Sidewalk Labs or any other party, ownership of any lands. The PDA would permit implementation of the Master Innovation and Development Plan (if approved) on any land owned by Waterfront Toronto or

Sidewalk Labs outside of Quayside in the wider waterfront area, but would require approvals from all three levels of government and landowners. This is all consistent with the RFP that was issued, and this was the opinion of Dentons LLP as well:

> "References to the broader Designated Waterfront Area provide appropriate geographic context, allow Sidewalk to factor this context into the MIDP where a larger geographic scale supports the plans (e.g., waste management or transportation) and grant Waterfront Toronto certain rights to subsequently use what is developed in developing the Quayside MIDP (such as IP) in the broader Designated Waterfront Area.
>
> ...any implementation of the MIDP will be subject to subsequent approvals and clearances, including from governments and landowners. In our view, the MIDP Scope set out in Schedule B remains consistent with the terms of the RFP."

Personal Data

During the course of this audit, Waterfront Toronto repeatedly confirmed with the Auditor General our position that we will not approve a Master Innovation and Development Plan or Principal Implementation Agreements that would provide preferential treatment to any Alphabet company, including Google, regarding linking to, sharing or use of personal data. Sidewalk Labs has also committed to abiding by this principle.

Specifically we have committed to not share personal data with third parties, including other Alphabet companies, require that data cannot be used for advertising purposes, and that Privacy by Design be embedded in all solutions proposed by Sidewalk Labs.

Confidential Q&A
Report by the Auditor General

Overall:

Q1 The Auditor's report was pretty damning, how do you respond?

- We acknowledge the Auditor General's report and thank her for her work. We will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects. We've begun the implementation of recommendations and always strive to protect the public in all of our revitalization plans.
- The Auditor accurately identifies some of the barriers we have had to contend with in revitalizing the waterfront. I know Waterfront Toronto and our government partners are going to want to look at those going forward.
- Unfortunately, I think the report does gloss over some of the positive things taking place on the waterfront. Over the past 15 years, we have:
    - Attracted more than $10 billion in private investment
    - Created new parks and public spaces, like Sugar Beach and Corktown Commons
    - Generated new residential and commercial spaces where Torontonians can live and work.
- Most importantly, just last week we broke ground on the Port Lands flood protection. This project alone will unlock almost half of the land available for waterfront revitalization. It's a real game changer.
- This is the process that was applied to Quayside and is the process we use and will continue to use with all of our many projects.
- Regarding procurement, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. The procurement process for Quayside was overseen by an independent Fairness Advisor, former Ontario Integrity Commissioner Justice Coulter Osborne. He has reviewed the issues raised in the Auditor General's report, and stands by his opinion that the Quayside procurement was open, fair, rigorous and competitive.

Waterfront Toronto's ability to deliver on its mandate:

Q2 The Auditor says Waterfront Toronto does not own the land and does not have planning authority, should it?

- Those questions are best answered by our three government partners and I know they are going to want to look at the Auditor's findings.
- It's important to note that by far, the single biggest barrier to our ability to revitalize the waterfront is the fact that more than half of it is in a floodplain that needs to be flood protected for it to be developed.
- That is about to change. Just last week we broke ground on the Port Lands flood protection. Once it's complete, it will unlock almost half of the land available to Waterfront Toronto for revitalization. It's a real game changer.

Q3 The Auditor points to other cities who have given organizations similar to Waterfront Toronto greater ownership and planning authority than you have, do you want those same powers?

- It really is not our decision to make.
- Would it be easier - yes. Is it absolutely necessary - no.
- Take a look around. There are cranes and construction everywhere, and that development is happening in a coordinated way.
- The most important barrier to our ability to get the job of revitalization done was the lack of flood protection for almost half of the land we look after. We are ecstatic that won't be a problem going forward.

Q4 But the Auditor says you just used the City's Secondary Waterfront Plan rather than creating your own plan?

- It would make no sense for the City of Toronto and Waterfront Toronto to have conflicting plans.
- The report fails to mention the huge role Waterfront Toronto played in the co-creation of the City's Secondary Waterfront Plan.
- Waterfront Toronto also established targets for parks, condominiums, cultural sites and businesses through our Precinct Planning process.

<u>Delivering projects on budget:</u>

Q1 The Auditor disagrees on your claim that you have delivered all but one project on budget.

- Let me first say that we were pleased the Auditor General recognized that we've delivered six projects under budget by 12% ($29 million);

- For the five projects noted as being over budget, all of these except one (Queens Quay) were within the budget variance threshold under control by management.
- These four projects within management's threshold were collectively over-budget by a total $8.8 million (8%) and were managed by the cost savings ($29 million) we achieved in other projects;
- As such, we maintain that we have always keep within the funding envelopes provided by governments and audited by governments for all but one project out of over 50 projects.

Issues Around the Signing of the Framework Agreement:

Q1 The Auditor says she saw evidence that the Board felt pressured by the former Premier's Office and Prime Minister's Office to sign the Framework Agreement. Is this accurate?

- The Auditor did find an internal email where references were made regarding our former CEO's desire to approve the Framework Agreement to accommodate a scheduled public announcement involving leaders of our three government partners as well as the global CEO of the winning bidder.
- It's important to remember that the Framework Agreement was simply an agreement to finalize an RFP process and to get the wheels moving on creating a plan for Quayside. The Framework Agreement has since been replaced in its entirety by the Plan Development Agreement (PDA).

Q2 Exactly who was it from the Federal / Provincial governments pressuring Waterfront Toronto to sign?

- I am not aware of any specific pressure, or any of the details.
- All that I know is that the Auditor found a document where references were made regarding our former CEO's desire to approve the Framework Agreement so that a public announcement with all three leaders of our government partners could participate.

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Q3 But your board members also complained about the signing process being rushed, and one ultimately resigned over how the deal with Sidewalk was managed.

- We agree that we didn't do a good enough job keeping our board, and all of our partners informed throughout our decision-making processes.
- In recognition of that, we have new protocols for government to be involved throughout our decision-making processes.
- The Auditor did find a document where references were made regarding our former CEO's desire to approve the Framework Agreement as wanted to accommodate public announcement involving leaders of our three government partners as well as the global CEO of the winning bidder.
- It's important to remember that the Framework Agreement was simply an agreement to finalize an RFP process and start developing a proposed plan. It has since been replaced in its entirety by the Plan Development Agreement (PDA).

Quayside Procurement:

Q1 The Auditor was highly critical of the procurement process that led to Sidewalk Labs being selected. Was the procurement fair?

- Absolutely. The process for procurement for Quayside was overseen by an independent Fairness Advisor, former Ontario Integrity Commissioner Justice Coulter Osborne. He has reviewed the issues raised in the Auditor General's report, and stands by his opinion that the process was open, fair, rigorous and competitive.

Q2 The Auditor raises concerns about the sharing of information with Sidewalk and others before the RFP. How is that not a problem?

- We provided information about the Quayside site and held meetings with over 40 companies and organizations who were potentially interested in participating in project prior to releasing our RFP.
- These "market soundings" are essential step in developing a request for proposals and an industry norm in order to both inform and increase interest in an RFP.

- All information provided was publicly available or data available through the City of Toronto's Open Data Portal.
- The process for procurement for Quayside was overseen by an independent Fairness Advisor, former Ontario Integrity Commissioner Justice Coulter Osborne. He has reviewed the issues raised in the Auditor General's report, and stands by his opinion that the process was open, fair, rigorous and competitive.

Q3 The Auditor raises concerns around the length of the RFP process and says her office has talked to bidders who said it was not long enough. How is that not a problem?

- To be clear, at no point in our RFP process did any bidders or potential bidder request more time to reply.
- While the Auditor chose to highlight just the first six weeks of the procurement process, it is important to understand that this was just the first phase of the procurement. The process continued for another 16.5 weeks before final bids were required from submission by the shortlisted proponents. That means final bids were not required until a total of 22.5 weeks from the date the RFP was released. In our view, that was a sufficient amount of time for an RFP of this nature.
- The procurement for Quayside was overseen by an independent Fairness Advisor, former Ontario Integrity Commissioner Justice Coulter Osborne. He has reviewed the issues raised in the Auditor General's report, and stands by his opinion that the process was open, fair, rigorous and competitive.

Q5 The Auditor raises concerns with the project expanding beyond the 12 acres in Quayside to the entire waterfront

- The scope of planning was expanded to reflect the fact that Quayside is not an island. Roads and power grids won't end at its borders, so it's important that planners be able to integrate Quayside into the broader waterfront.
- The Plan Development Agreement also permits implementation on any land owned by Waterfront Toronto or Sidewalk Labs outside of Quayside—in the wider waterfront area—but will require approvals from all levels of government.
- This is all consistent with the RFP that was issued.

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Quayside Technology and Government Policy Framework:

Q1 The Auditor General has recommended a pause to ensure government departments can catch up with what is or could be proposed. Will you support that recommendation and will it delay approval and implementation of Sidewalk Lab's plan?

- Quayside is precedent-setting and we must take all the time necessary to get it right and ensure that the public is protected
- Waterfront Toronto does not have the power to override federal, provincial or municipal policies of laws with respect to technology, privacy or transportation, so of course we will take our lead from all levels of government with respect to proposals that involve new technology that are outside of existing policy frameworks.
- We expect a proposed plan for Quayside in the next few months, and we remain committed to broad public consultation on that plan, which will include with all government departments that could be impacted.
- Without having yet received Sidewalk Labs' proposed plan, it is impossible to speculate on possible impacts.

Privacy:

Q1 The Auditor raises concerns about the ability of Google potentially having preferential treatment to personal data.

- During the course of this audit, Waterfront Toronto repeatedly confirmed with the Auditor (in writing) our position that we will not approve a Master Innovation and Development Plan or Principal Implementation Agreements that would provide preferential treatment to any Alphabet company, including Google, regarding sharing or use of personal data.
- Specifically we have commitment to not share personal data with third parties, including other Alphabet companies; data cannot be used for advertising purposes; and Privacy by Design embedded in all solutions proposed by SWL
- It is unfortunate she chose not to include our clear statements on this issue in her report.

Other

Q1 The Auditor has to subpoena WT for over 2.5 million emails. Why didn't you cooperate with her office and turn them over to her?

- The AG and her colleagues have thanked us for our cooperation over this past year.
- We provided all documents that were asked of us including emails and all in a timely manner as well as other documents that we volunteered.
- Because the Plan Development Agreement specifies that we must provide our Innovation and Funding partner with 20 days notice before releasing documents to third parties we needed to be satisfied that releasing the emails wouldn't contravene our contractual obligations.

Q2 Do you think that the government's response to the Audit fair?

- The government is as concerned as we are that we have the right policies and consumer protections in place at Quayside
- This is a precedent-setting project that could set standards for smart cities here in Canada and around the world so we must get it right.
- We are pleased to hear recommendations calling for focused and dedicated attention to be paid to developing a policy framework for smart cities.

Q3 How do you think the provincial government will react to this audit given their review of all agencies?

- The government has been clear in its support of the game changing flood protection project. One of its first acts of government was to change the building code to allow for accelerated development.
- We have recently completed research into what makes for a world-class waterfront in a winter city like ours and look forward to shaping a new vision for the waterfront with our three shareholders and ontarians more broadly.

Waterfront Toronto – Key Messages– Auditor General's Report

Key messages:

Key message 1 – Acknowledge AG Report
We acknowledge the Auditor General's report and thank her for her work. We will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects. We've begun the implementation of recommendations and always strive to protect the public in all of our revitalization plans.

Key message 2 – Waterfront Toronto committed to excellence in revitalization
Waterfront Toronto has been the catalyst for incredible work being done as well as significant investment for the future of the waterfront. Our first duty is to protect the public interest as we revitalize this precious resource.

Key message 3 – Address issues called out in AG Report
The AG report called into question the procurement process of the Quayside development. With this, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. This is the process that was applied to Quayside and is the process we use and will continue to use with all of our many projects.

Key message 4 – Clear and transparent communications
We have been clear and transparent about the status of the procurement process as well as our commitment to engagement with our various communities.

Key message 5 – Ongoing public and stakeholder engagement process
We remain committed to broad public engagement on a proposed plan for Quayside, which includes consulting with all potentially impacted government departments and regulatory agencies.

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Key Messages and proof points:
TONE: Proud, not defensive

Key message 1 – Acknowledge AG Report
We thank the Auditor General for her work and will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects.

Key message 2 – Waterfront Toronto committed to excellence in revitalization
Waterfront Toronto has been the catalyst for incredible work being done as well as significant investment for the future of the waterfront. Our first duty is to protect the public interest as we revitalize this precious resource.

- Waterfront Toronto has redeveloped 150 acres of waterfront area.
- Over the past 15 years, Waterfront Toronto has attracted $10 billion in private investment for the waterfront, created new parks and public spaces, and generated new residential and commercial spaces where Torontonians can live and work.
- Waterfront Toronto has helped create 14,100 full-time years of employment.
- Waterfront Toronto has created new and popular public spaces including Sugar Beach and the Corktown Commons.
- The most significant job we face is flood-protecting the downtown core. This is the first step needed before revitalization work can begin and the enormity of the challenge cannot be overstated. Significant steps have already been made.
    - Just last week we broke ground on the Port Lands flood protection. Once it's complete, it will unlock almost half – 800 acres – of the land available to Waterfront Toronto for revitalization. It's a game changer.

Key message 3 – Address issues called out in AG Report
The AG report called into question the procurement process of the Quayside development. With this, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. This is the process that was applied to Quayside and is the process we use and will continue to use with all of our many projects.

Quayside Procurement
- Waterfront Toronto took a proactive role in advancing the conversation in Canada about how technology can impact civic life by issuing an RFP for an Innovation and Funding Partner for Quayside.
- The process for procurement for Quayside was overseen by an independent Fairness Advisor, former Ontario Integrity Commissioner, Justice Colter Osbourne. He has

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reviewed the Auditor General's report and stands by his opinion that the process was open, fair, rigorous and competitive.

- The Auditor General also mentioned advance materials being provided. No competitive advance was afforded to any group or individuals.
    - Waterfront Toronto engaged in market soundings – pre-meetings with any interested parties – to help develop our RFPs. This is an industry norm to both inform and increase interest in an RFP.
    - All participants were provided with the same information.
      We provided information about the Quayside site and held meetings with over 50 companies and organizations who were interested in the project.
- It must be noted that the Auditor General looked only at the volume of material provided to Sidewalk Labs, and not the relevance or materiality of those documents.
- All information provided was publicly available, a summary of publicly available information, or data available through the City of Toronto's Open Data Portal.

Quayside Approvals/Political Interference

- It's important to remember that the Framework Agreement was an agreement to finalize an RFP process and start developing a proposed plan.
- We agree that we didn't do a good enough job keeping all of our partners informed, and in recognition of that, we have new protocols for government to be involved throughout our decision-making processes.
- No plan for Quayside has been received or evaluated. We continue to welcome the ongoing public dialogue about the role of technology in our cities and our lives, including data collection and privacy.

Key message 4 – Clear and transparent communications

We have been clear and transparent about the status of the procurement process as well as our commitment to engagement with our various communities.

- We have held over 325 public and stakeholder meetings
- Published over 612 E-blasts and newsletters;
- Held over 200 news conferences, special and community events
- Directly engaged over 15,000 stakeholders through consultations
- Have 28,000 social media followers
- No plan for Quayside has been received by Waterfront Toronto but we have made our stringent evaluation criteria known and the bar is high.

Key message 5 – Ongoing public and stakeholder engagement process

We remain committed to broad public engagement on a proposed plan for Quayside, which includes consulting with all potentially impacted government departments and regulatory agencies.

- We expect a proposed plan for Quayside in the next few months, and we remain committed to broad public consultation on that plan.
- The City of Toronto will also conduct its own consultations on the plan.

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- We will take our lead from all levels of government with respect to proposals that involve new technology that are outside of existing policy frameworks.

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Talking points:

- We thank the Auditor General for her work and will use the report's recommendations as we deliver excellence and move forward with our many waterfront projects.

- Before I/we address the specific items in the Report, let's look at where Waterfront Toronto is today…

- Waterfront Toronto has been the catalyst for incredible work being done as well as significant investment for the future of the waterfront.

- Over the past 15 years, Waterfront Toronto has attracted billions in private investment for the waterfront, created new parks and public spaces, and generated new residential and commercial spaces where Torontonians can live and work.

- The most significant job we face is flood-protecting the downtown core. This is the first step needed before revitalization work can begin and the enormity of the challenge cannot be overstated. Significant steps have already been made.

    - Just last week we broke ground on the Port Lands flood protection. Once it's complete, it will unlock almost half of the land available to Waterfront Toronto for revitalization. It's a game changer.

- We have only one waterfront. Waterfront Toronto's first duty is to protect the public interest as it revitalizes this precious resource.

- The AG report called into question the procurement process of the Quayside development. With this, we want to be crystal clear – our RFP processes are competitive, fair, and follow best practices. This is the s process that was applied to Quayside and is the process we use and will continue to use with all of our many projects.

- We have been clear and transparent about the status of the procurement process as well as our commitment to engagement with our various communities. In light of the AG Report, it seems prudent to reemphasize the following:
    - No plan for Quayside has been received by Waterfront Toronto but we have made our stringent evaluation criteria known and the bar is high.
    - We do and will always welcome public input and dialogue about the role of technology in our cities and our lives, including data collection and privacy.
    - We look forward to continuing to work with our government partners prior to taking next steps on this project.

- We remain committed to broad public engagement on a proposed plan for Quayside, which includes consulting with all potentially impacted government departments and regulatory agencies.

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ATIA - 19(1)
ATIA - 16(2)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: November 22, 2018 4:15 PM
To: Ladouceur3, Natalie (INFC)
Subject: Fw: Civic Lab Agenda + Confirmed List
Attachments: Civic Lab_ Agenda .pdf; Civic Lab 1 Confirmed.pdf

Pls print

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Louroz Mercader
Sent: Thursday, November 22, 2018 3:35 PM
To: Kristina Verner; Carol Webb; Nicole Swerhun; Ian Malczewski; Michael Geist; Teresa Scassa; Pamela Robinson; [redacted]@toronto.ca; [redacted]@toronto.ca; [redacted]@toronto.ca; [redacted]@toronto.ca; Natasha Gevikoglu; [redacted] chantal Bernier; Campbell, Glenn (INFC); David Stonehouse; Faraday-Smith, Nancy (INFC)
Cc: Stephanie Chow; Andrew Tumilty; Harry Ainley
Subject: Civic Lab Agenda + Confirmed List

Hello speakers,
In advanced of our Civic Lab tomorrow - **Friday, November 23, 2018** we wanted to share with you the final agenda and list of confirmed participants.
See pdf files attached.
A reminder if you are available to join us for a catered lunch and a speakers briefing beginning at **11:00am**.
Globe and Mail Centre
351 King Street East, Toronto, ON M5A 0N1
16th Floor, Nahanni Room
Civic Lab on Digital Governance
Registration opens – 12:00 p.m.
Program 12:30 p.m. - 3:30 p.m.
Please let me know if you have any questions or require any assistance.
I am also available tomorrow via mobile at 647-269-9844.
Many thanks,
Louroz

Louroz Mercader | Communications and Public Engagement Manager | **Waterfront Toronto** | 1310-20 Bay Street | Toronto ON M5J 2N8 [redacted]@waterfrontoronto.ca | waterfrontoronto.ca

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Name	Title	Organization	RSVP
SPEAKERS			
Michael Geist	DSAP Chair	University of Ottawa	Confirmed
Teresa Scassa	Canada Research Chair	University of Ottawa	Confirmed
Pamela Robinson	Associate Dean	Ryerson University	Confirmed
Lawrence Eta	Deputy CIO	City of Toronto	Confirmed
Glenn Campbell	Assistant Deputy Minister, Investments, Partnerships and I	Government of Canada	Confirmed
Chantal Bernier	National Practice Leader, Privacy and Cybersecurity	Dentons	Confirmed
INVITEES			
[redacted]		Osler	Confirmed
		MaRS Solutions Lab	Confirmed
		Federal Economic Developmen	Confirmed
		CIGI	Confirmed
		Ministry of Infrastructure	Confirmed
			Confirmed
Charles Taillefer		ISED	Confirmed
[redacted]		Sidewalk Labs	Confirmed
		Sidewalk Labs	Confirmed
		PwC and IAPP Board	Confirmed
			Confirmed
		CIPPIC	Confirmed
		CPO Staples Canada	Confirmed
		Ministry of Infrastructure	Confirmed
		Minsitry of Economic Developn	Confirmed
		Digital Public Square	Confirmed
		Code for Canada	Confirmed
		McCarthy's	Confirmed
Glenn Campbell	Assistant Deputy Minister	Infrastructure Canada	Confirmed
[redacted]		Office of the Information and P	Confirmed
		Open Knowledge Canada	Confirmed
		ODAD University	Confirmed

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[redacted]		U Toronto	Confirmed
		Digital Justice Lab	Confirmed
		Toronto Region Board of Trade	Confirmed
		City of Toronto	Confirmed
		CRM Dynamics	Confirmed
		Telus Communications	Confirmed
		Ontario Centre of Excellence	Confirmed
		Creative Commons	Confirmed
			Confirmed
		Minsitry of Economic Developn	Confirmed
Shawn Tippins	Analyst	Infrastructure Canada	Confirmed
[redacted]		nNovation	Confirmed

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Quayside Civic Lab
AGENDA

November 23, 2018
12:30pm

Globe and Mail Centre
Nahanni Room

12:30pm	Welcome and Opening Remarks	**Michael Geist**, Chair, Digital Strategy Advisory Panel
12:35pm	Introductions & Agenda Review	**Nicole Swerhun**, Facilitator
12:50pm	Waterfront Toronto	**Kristina Verner**, Vice President, Innovation , Sustainability & Prosperity, Waterfront Toronto
12:55pm	City of Toronto	**David Stonehouse,** Waterfront Secretariat, City of Toronto
1:00pm	Overview	**Chantal Bernier**, National Practice Leader, Privacy and Cybersecurity, Dentons
1:10pm	Environmental Scan	**Teresa Scassa**, Canada Research Chair (CRC) in Information Law and Policy, University of Ottawa
1:20pm	City of Toronto	**Lawrence Eta**, Deputy Chief Information Officer, City of Toronto
1:25pm	Environmental Scan	**Pamela Robinson,** Associate Dean, Ryerson University
1:35pm	Government of Canada	**Glenn Campbell**, Assistant Deputy Minister, Investments, Partnerships and Innovation, Infrastructure Canada
1:40pm	Question and Answers	All
1:55pm	Roundtable Discussion	All
2:40pm	Report Back	All
3:15pm	Closing Remarks	**Kristina Verner**, Vice President, Innovation , Sustainability & Prosperity, Waterfront Toronto

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ATIA - 19(1)

ATIA - 21(1)(a)
ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: November 8, 2018 7:49 PM
To: Tippins, Shawn (INFC)
Cc: Zewede, Heywet (IC); INFC|INFC (marcia.boudreau@canada.ca)
Subject: FW: 1:15pm call with Meg Davis
Attachments: Notes from Friday, Nov 2 Call with WT Kristina Verner, Cam McKay, and Ed Chalupka

Thanks [redacted]

From: Tippins, Shawn (INFC)
Sent: November 8, 2018 6:32 PM
To: Campbell, Glenn (INFC)
Subject: 1:15pm call with Meg Davis

[redacted]

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Page 451
is withheld
pursuant to paragraph
14, 21(1)(a) & 21(1)(b)
of the *Access to Information Act*

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La page 451
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
14, 21(1)(a) & 21(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 21(1)(a)

From: Tippins, Shawn (INFC)
To: Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC)
Subject: Notes from Friday, Nov 2 Call with WT Kristina Verner, Cam McKay, and Ed Chalupka
Date: November 3, 2018 7:48:00 AM

ATIA - 21(1)(b)

Glenn, Nancy – Below are my notes from the Call yesterday with Kristina, Cam, and Ed.

[redacted]

Page 453
is withheld
pursuant to paragraph
21(1)(a) & 21(1)(b)
of the *Access to Information Act*

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La page 453
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
21(1)(a) & 21(1)(b)
de la *loi sur l'accès à l'information*

[redacted]

Next Steps

- **Kristina Verner to share times for meeting with Glenn Campbell on margins of his T.O. travel next week.**
- **1-page WT framing piece on MIDP for IGSC.**
- **Ed Chalupka to offer times for "deep dive" meeting on MIDP with INFC staff the week of Nov 19th – 26th**
- **INFC to follow-up on fed rep for civic Labs on Nov 23rd.**

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: November 7, 2018 3:40 PM
To: Gillis, Kelly (INFC); Eyre, Jennifer (INFC)
Cc: Fenrich, Julia (INFC); Geerts, Line (INFC); INFC|INFC (marcia.boudreau@canada.ca); Tippins, Shawn (INFC)
Subject: Waterfront Toronto follow up
Attachments: Annex 3c - MEM_Digital Issues Update IGSC Nov 2018_VER_001_FNL.DOCX; Annex 3d - IGSC - Quayside Communications Plan FINAL.PPTX

Deputy,

I understand Leslie has asked for an update on Quayside and next steps following your call with Ontario and Toronto.

We suggest sharing the Quayside Digital update note as well as the Communications plan, to Leslie and Brook. The two documents submitted by Waterfront for the IGSC meeting next week.

The digital update does break down recent actions and next steps, and highlights the experts they have retained in each of the areas.

Note that Mark Shaun from ISED as well as myself will participate and be visible at the Civic Labs event, at request of Waterfront to have government representatives attend (referred to in attached note). This is focused on digital literacy and learning as part of their community outreach.

Reminder I was at Waterfront yesterday and reaffirmed of our commitment to support including tapping into other federal experts as needed. As it stands they have retained sufficient experts, have been engaged with Office of Privacy Commissioner, and are engaged with ISED. WFT will come back and identify issues and areas to collaborate as needed.

Focus over the next couple of days will also involved Ontario sharing their draft response to AG report as well as providing more feedback to WFT on their draft 5 year plan.

Regards, Glenn

Glenn Campbell
Assistant Deputy Minister
Investment, Partnerships and Innovation
Infrastructure Canada
427 Laurier, 10th floor, Ottawa
613 941-0722
Glenn.campbell@canada.ca

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MEMORANDUM

To: IGSC

From: Kristina Verner

Date: November 5, 2018

Re: Update on Digital Governance Issues on Quayside Project

Over the course of the past six weeks there has been significant media attention relating to the potential digital governance issues that may be factors in the Quayside project. These criticisms essentially relate to four main areas of concern:

1. Privacy
2. Data Residency
3. Data Ownership & Intellectual Property
4. Policy Frameworks

On October 18, 2018 Sidewalk Labs presented their initial proposal regarding digital matters to the Waterfront Toronto Digital Strategy Advisory Council (DSAP). In the proposal, they outlined high-level concepts including the notion of a civic data trust and their ongoing commitment to Privacy by Design.

The DSAP engaged in a thoughtful dialogue with Sidewalk Labs to better understand key elements of their proposal. There has been a subsequent series of detailed questions issued to Sidewalk Labs, which will be the basis of their deputation at the December meeting of the DSAP.

We have engaged additional resources, outlined below, and have discussed emerging concerns with vocal critics, including Bianca Wylie and Jim Balsillie, and are committed to an ongoing dialogue. In addition, we have open lines of communication with Ann Cavoukian regarding her concerns.

Moving forward Waterfront Toronto will lead the next stage of the conversation on these matters to ensure a comprehensive community consultation process and thoughtful consideration of proposals which may come to the Corporation in the MIDP.

With regard to the four key areas of concern identified above, Waterfront Toronto has, or will, undertake the following:

1. Privacy

The Corporation has taken the position that all solutions proposed must meet or exceed the prevailing regulatory and legislative environment applicable. We are aware of the

current work being undertaken at various levels of government and want to ensure alignment of our positioning.
External Support: Chantal Bernier & George Takach

2. Data Residency
There is an emerging sense from the DSAP that a requirement for data localization be formalized, that would include provisions to permit fully justified exemptions, where the need for such an exception is transparent to the public. This will be discussed more fully at the December DSAP meeting.
External Support: Chantal *Bernier & George Takach*

3. Data Ownership & Intellectual Property
Data Ownership - Through their proposal, Sidewalk Labs has made it clear that they do not intend to own data generated through this project. They have recommended a form of Civic Data Trust as the neutral holder of the data and oversight body. There are a number of aspects that need to be explored in this element of their proposal. To help us work through a discovery process on data trusts, we have enlisted MaRS Solutions Lab to conduct a global scan of best practices and convene a discussion on what attributes a smart city data trust may need to have, including the scale, technology, governance and funding requirements. This work will be starting in mid-November through a series of subject matter interviews and a formal workshop.
External Support: M*aRS Solutions Lab, Chantal Bernier & George Takach*

Intellectual Property - While we are still working through the potential business model with Sidewalk Labs, we are being guided by Schedule G of the Plan Development Agreement. To prepare for the more robust discussions that will begin to occur, we have augmented our advisory team from KPMG, adding [redacted] to the roster. George Takach remains our external legal lead on this element of the file.
External Support: George Takach, [redacted]

4. Policy Frameworks
The harshest of critics have implied that this project is progressing in a policy vacuum. It is essential that the public gain a better understanding of the existing policy frontier on the key digital governance issues facing smart city development, not just in the Quayside context, but also more broadly. Ongoing government engagement with Waterfront Toronto staff will be essential. Moreover, government participation at the upcoming community engagement activities is an important step to ensuring accurate information is being provided in a manner that is consistent with our government stakeholders and assuring the broader community of the governments' authority. This includes active participation in the Civic Labs, attendance at Round Table 4, Civic Data Trust workshops and continued attendance at the Digital Strategy Advisory Group Meetings.
External Support: Chantal *Bernier & George Takach*

Page(s) 458 to 472
are withheld
pursuant to paragraph
20(1)(b)
of the *Access to Information Act*

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La/les page(s) 458 à 472
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
20(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Mary Anne Santos [redacted]@waterfrontoronto.ca>
Sent: November 5, 2018 2:08 PM
To: David Stonehouse; Mike Yu; Brett Howell; Tippins, Shawn (INFC); Campbell, Glenn (INFC); Nassif, Marie-Pier (INFC); Morin, Kathy (INFC); Faraday-Smith, Nancy (INFC); Manning, Catalina (MOI); Ren, Wendy (MOI); Matharu, Krishen (INFC); Coffin, Erin (INFC); Whitehead, Cam (MOI)
Cc: Lisa Taylor; David Kusturin; Adhish Risbud; Sampada Chandane
Subject: Long Term Plan Draft for Strategic Business Plan
Attachments: 2018 LTP DRAFT (October 1 2018) for SBP - Sent to Governments.xlsx; 2018 Investment Requirements and Funding Plan (October 1 2018) For SBP.pdf; 2018 LTP DRAFT (October 1 2018) For Strategic Business Plan.pdf

Hi to all,

Attached is the Long Term Plan draft which accompanies the latest draft of the Strategic Business Plan. Please note that there are adjustments being implemented in a subsequent draft (target completion within the next few weeks) as follows:

- Updated Port Lands funding schedule to reflect timing adjustments to the Provincial and City funding schedule
- Additional investments on York & Rees Street projects
- Allocation of overhead costs to the different projects
- Updates to other projects (as required)

Please let me know if you have any questions.

Thanks.

Mary Anne

mary anne santos | director, financial planning | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

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20(1)(b)
de la *loi sur l'accès à l'information*

Renshaw, Brett (INFC)

From: Edward Chalupka [redacted]@waterfrontoronto.ca>
Sent: November 1, 2018 4:32 PM
To: Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC)
Cc: Meg Davis; Cameron MacKay; Kristina Verner; Tippins, Shawn (INFC)
Subject: Quayside Comms
Attachments: Quayside Communications Plan Nov 1.pdf

Hi –

In advance of our call tomorrow and in response to our call from a couple of weeks ago I am attaching a draft of our commas strategy for Quayside which we will walk you through tomorrow. It was developed in response to much of the recent media on data and digital governance/privacy.

Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

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20(1)(b)
de la *loi sur l'accès à l'information*

ATIA - 21(1)(a) ATIA - 20(1)(b)
ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: November 1, 2018 11:29 AM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); Zewede, Heywet (INFC); Boudreau, Marcia (INFC)
Subject: [redacted]
Attachments:

Glenn,

[redacted]

This may also come up on your call with WT tomorrow. We'll have a look and provide some initial thoughts today.

Nancy

Nancy Faraday-Smith

Acting Director, Investment, Partnerships and Innovation
Infrastructure Canada / Government of Canada
nancy.faraday-smith@canada.ca / Tel: 613-948-9481

Directrice intérimaire, Direction générale des investissements, des partenariats et de l'innovation
Infrastructure Canada / Gouvernement du Canada
nancy.faraday-smith@canada.ca / Tél. : 613-948-9481

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Page(s) 495 to 515
are withheld
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of the *Access to Information Act*

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La/les page(s) 495 à 515
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
20(1)(b), 20(1)(c) & 20(1)(d)
de la *loi sur l'accès à l'information*

ATIA - 21(1)(a)

ATIA - 19(1)

ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: October 23, 2018 8:08 PM
To: Gillis, Kelly (INFC); Peets, Gerard (INFC); Tremblay, Jenny (INFC)
Cc: Dixon, Lucas (INFC); Faraday-Smith, Nancy (INFC); Mitchell2, Lisa (INFC)
Subject: FW: Op-Ed --- for the Toronto Star
Attachments: OpEd-Chantal Bernier Oct 19 -FINAL.docx

Importance: High

FYI

From: Faraday-Smith, Nancy (INFC)
Sent: October 23, 2018 5:01 PM
To: Campbell, Glenn (INFC)
Cc: Boudreau, Marcia (INFC) ; Ladouceur3, Natalie (INFC) ; Tippins, Shawn (INFC)
Subject: FW: Op-Ed --- for the Toronto Star
Importance: High

Glenn,

See attached an op-ed by Chantal Bernier, already submitted to the Toronto Star. It provides an overview of existing privacy protections in Canada and concludes by pointing out that the SWL project is still in the early stages of development and a privacy assessment of the project would be premature. [redacted]

Nancy

From: Edward Chalupka [redacted]@waterfrontoronto.ca]
Sent: October 23, 2018 4:45 PM
To: Faraday-Smith, Nancy (INFC) <nancy.faraday-smith@canada.ca>; Tippins, Shawn (INFC) <shawn.tippins@canada.ca>; David Stonehouse <David.Stonehouse@toronto.ca>; Jayne Naiman [redacted]@toronto.ca>; Wendy Ren (wendy.ren@ontario.ca) <wendy.ren@ontario.ca>; Cameron MacKay <CMacKay@waterfrontoronto.ca>
Cc: Cameron MacKay <CMacKay@waterfrontoronto.ca>; Meg Davis <MDavis@waterfrontoronto.ca>; Carol Webb <CWebb@waterfrontoronto.ca>
Subject: FW: Op-Ed --- for the Toronto Star
Importance: High

Hi and FYI,

Our privacy advisor Chantal Bernier has submitted an op-ed to the Toronto Star. We have a notional indication that they will print it "sometime this week" but I wanted to give you a heads up and attach what was submitted.

This has also been shared by WT comms department with your respective comms departments.

Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted]
[redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

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ONE THING IS SURE ABOUT SIDEWALK TORONTO: IT WILL BE SUBJECT TO THE RIGOURS OF CANADIAN PRIVACY LAW

by Chantal Bernier
Former Interim Privacy Commissioner of Canada
National Practice Leader, Privacy and Cybersecurity, Dentons

Canada is known for a lot of things – beautiful landscapes, friendly people, our cultural diversity, our social openness. At the same time, we've built a reputation as leaders in privacy protection, tackling the tech giants before everyone else. With Sidewalk Toronto, we are showing our commitment to privacy through heathy debate over how personal information and data will be treated. But that debate overlooks the reality of existing privacy protections in Canada, and I hope to contribute to the crucial discussion around privacy and Sidewalk Toronto by offering three points of clarification.

First, the project is not evolving in a privacy law vacuum.

Solid privacy laws in Canada govern the use of all personal information. For the private sector, the federal *Personal Information Protection and Electronic Documents Act* keeps companies in line. In Ontario, the *Ontario Freedom of Information and Protection of Privacy Act* restricts use of personal information by the provincial government. Personal information that is used by the federal government is protected by the *Privacy Act.*

Surveillance is often mentioned in the context of Sidewalk Toronto. The Office of the Information and Privacy Commissioner of Ontario as well as the Office of the Privacy Commissioner of Canada already have well-established guidelines that state the limits for the use of video surveillance and how that information can be used.

Sidewalk Labs is subject to these rules. Any corporation operating in Ontario is subject to the laws of the land. In fact, there are examples in both the public and private sector where organizations have had to adjust their practices to ensure proper consent or to demonstrate necessity for the use of personal data. Sidewalk Toronto will be no different.

There are many cases where the Office of the Privacy Commissioner of Canada and the Information and Privacy Commissioner of Ontario have been successful in bringing improvements, however imposing, to the protection of personal information by

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compelling both public and private sector organizations to comply with Canadian privacy law if they are to function within our borders.

This is not a reason to be complacent. This is a reason to leverage the strength of Canadian privacy law.

Second, the right to privacy is recognized in Canada as a fundamental right.

The strength of Canadian privacy law, however challenging the current technological context may be, rests on its foundational principles. As a fundamental right, privacy cannot be restricted except through demonstrably reasonable limits. This means that a proper balance must be reached between privacy and the legitimate need for organizations to use personal information, as appropriate in the circumstances and only with valid consent.

As a fundamental right, privacy is protected in Canada through principles rather than through a set of specific rules that would become obsolete with every new technology. Our privacy law is structured around principles of individual empowerment. Personal information is protected in any form it is recorded (e.g. print, digital), consent must be informed to be valid, individuals have a right to access their personal information and organizations entrusted with it are legally bound to use it only for the purposes for which it was provided, and to protect it.

There is also recourse if needed. You can file a complaint with either the federal or provincial privacy commissions. If you are unaware of a violation of privacy law, the Commissioners can proceed on their own initiative, through their own vigilance, as they often do, to ensure organizations are compliant with the laws of the land.

Third and final point is that any privacy assessment of the Sidewalk Toronto project would be premature.

The fact is that we are only at the very beginning of the Sidewalk Toronto plan development process. This means we are still at the stage of identifying every privacy risk to which we will apply every privacy protection available to us. And those protections are very real.

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ATIA - 19(1)

ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: October 22, 2018 4:30 PM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); Ladouceur3, Natalie (INFC); Zewede, Heywet (IC)
Subject: FW: Media re: Ann Cavoukian's resignation as an advisor to Sidewalk Labs
Attachments: Ann Cavoukian Resignation from SWL - Messaging_10222018.docx; RE: The Canadian Press media inquiry; ATT00001.htm; RE: Globe and Mail comment request; RE: CBC Request

Hi Glenn,

This just in from Comms colleagues – the package of statements from WT that they worked on this weekend, and the statements given to various media outlets. I haven't had a chance to closely review the content of the messaging but will do so tomorrow [redacted]

Comms will be sharing with DMO and MINO under separate cover and noted that we'd be cc'd.

Nancy

From: Hobbs, Joshua (INFC)
Sent: October 22, 2018 4:17 PM
To: Faraday-Smith, Nancy (INFC)
Cc: Marchildon, Caroline (INFC)
Subject: FW: Media re: Ann Cavoukian's resignation as an advisor to Sidewalk Labs

Nancy, see attached.

From: Carol Webb [mailto:CWebb@waterfrontoronto.ca]
Sent: October 22, 2018 4:11 PM
To: Hobbs, Joshua (INFC) <joshua.hobbs@canada.ca>
Subject: Media re: Ann Cavoukian's resignation as an advisor to Sidewalk Labs

Hi Josh,

No doubt you've seen the coverage around Ann Cavoukian's resignation as an advisor to Sidewalk Labs last Friday. Attached for your reference is some of the messaging that we've been using and the responses we gave over the weekend to various media requests. Apologies that this isn't formatted similarly to other key message, QA docs we've shared with you previously – we are working quickly and in the interest of time trying to ensure that people have the information they may need.

Please let me know if you have any questions.

Best, Carol

carol webb | manager, project communications | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]
[redacted] cwebb@waterfrontoronto.ca | www.waterfrontoronto.ca

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Ann Cavoukian Resignation as Advisory to Sidewalk Labs
October 19, 2018

Statement from SWL:
"At yesterday's meeting of Waterfront Toronto's Digital Strategy Advisory Panel, it became clear that Sidewalk Labs would play a more limited role in near-term discussions about a data governance framework at Quayside. Sidewalk Labs has committed to implement, as a company, the principles of Privacy by Design. Though that question is settled, the question of whether other companies involved in the Quayside project would be required to do so is unlikely to be worked out soon, and may be out of Sidewalk Labs' hands. For these reasons and others, Dr. Cavoukian has decided that it does not make sense to continue working as a paid consultant for Sidewalk Labs. Sidewalk Labs benefited greatly from her advice, which helped the company formulate the strict privacy policies it has adopted, and looks forward to calling on her from time to time for her advice and feedback."

Waterfront Toronto – Holding statement (CPA):

Waterfront Toronto is responsible for the oversight and approval of a Master Innovation and Development Plan (MIDP) for Quayside being created by Sidewalk Labs. Our role is to act in the public interest.

We are actively consulting to ensure that we hear all views on this project, including those related to important issues of data collection and privacy, in advance of any approval of the MIDP.

Waterfront Toronto Statements / Quotes:

"I was retained by Waterfront Toronto to ensure privacy issues are identified and addressed, and we are sparing no effort to do so. One of the objectives of this project is to optimize the use of technology for community benefit within full respect of privacy. We are just at the beginning of this process. This means we are still identifying every privacy risk to which we will apply every privacy protection available to us. And those protections are very real." ***Chantal Bernier leads the Canadian Privacy and Cybersecurity practice at Dentons and spent 6 years leading the Office of the Privacy Commissioner of Canada (OPC) as Interim Privacy Commissioner and as Assistant Commissioner.***

"Waterfront Toronto's role is to act in the public interest. We have always recognized there are important and complex issues related to digital governance, including privacy. Waterfront Toronto is well advised on these matters including by Chantal Bernier, a former Privacy Commissioner of Canada, and our Digital Strategy Advisory Panel. We are also looking to work with our government partners in these areas. We see our role as facilitating the data governance conversation that needs to happen not just for Quayside but more broadly and making sure all the voices are heard." ***Kristina Verner, Vice President, Innovation, Sustainability and Prosperity, Waterfront Toronto***

"Waterfront Toronto has great respect for Dr. Cavoukian and Privacy by Design, the excellent tool she has developed based on best practices. Waterfront Toronto also recognizes and respects the obligation to adhere to Canadian privacy laws, which go beyond Privacy by Design. We will ensure that any party proposing technologies for use in the Designated Waterfront Area meet any and all Canadian privacy legal requirements and beyond. As noted by Waterfront Toronto's privacy adviser and former interim Privacy Commissioner of Canada, Chantal Bernier, we are just at the beginning of this process. Waterfront Toronto and its advisors are still identifying the privacy risks to which we will apply every privacy protection available to us." ***Waterfront Toronto***

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Ann Cavoukian Resignation as Advisory to Sidewalk Labs
October 19, 2018

"We have enormous respect for Dr. Cavoukian and Privacy by Design, the excellent tool she has developed based on best practices. Waterfront Toronto also recognizes and respects the obligation to adhere to Canadian privacy laws, which go beyond Privacy by Design. We will ensure that any party proposing technologies for use in the Designated Waterfront Area meet any and all Canadian privacy legal requirements and beyond. As noted by Waterfront Toronto's privacy adviser and former interim Privacy Commissioner of Canada, Chantal Bernier, we are just at the beginning of this process. Waterfront Toronto and its advisors are still identifying the privacy risks to which we will apply every privacy protection available to us." ***Helen Burstyn, Chair, Board of Directors, Waterfront Toronto***

Key Messages – provided by Chantal Bernier

- Privacy by Design is an excellent tool devised by Dr Ann Cavoukian based on best practices. Canadian privacy law remains the obligation to meet which goes beyond Privacy by Design. SidewalkToronto will meet all Canadian privacy legal requirements and beyond by ensuring a user centric data use model.

Chantal – media lines for Amanda Roth Interview (Oct 22):

Q. Ann Cavoukian says the SWT is going towards a city of surveillance - what do you think of that?

A. We are still at the very beginning of developing the project and that development is focused on the protection of privacy as an essential condition. That is why I was retained, and that is what we are diligently working on. Consequently, no judgement can yet be passed. In addition, there is no surveillance planned to the project because it is simply not its goal. But we are still identifying every privacy issue that may arise to address it as paramount.

Q. Then why would Ann Cavoukian resign saying Privacy By Design will not be followed?

A. Privacy by Design is the brilliant product, which we have Ann Cavoukian to thank for. The concept even made its way in the General Data Protection Regulation. It constitutes a very helpful and clear summary of best practices in protecting personal information. Its objectives may be reached in many ways. My reading of Dr Cavoukian's statement is that she had a specific way she wanted to see it implemented. I shared with her my optimism in the fact that both Waterfront Toronto and Sidewalk Labs are demonstrating full commitment to privacy and that the project will not get off the ground without that goal met. It is way too soon to pass judgement on the way to do it since we are still identifying the privacy issues and exploring the best ways to respect privacy.

Q. Why are you so optimistic when she is not?

A. Again, I read Dr Cavoukian's statement as relating to modalities, not principles. We all agree, and that is both Waterfront Toronto and Sidewalk Labs, that a smart city that does not protect privacy is not an option. With the counsel of the Digital Strategy Advisory Panel and full respect of Canadian law, we will get there.

Chantal Bernier's suggested media lines:

Q. You are a privacy counsel to WT – what do you make of the resignation of Ann Cavoukian as Privacy Advisor to Sidewalk Labs?

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A. I make nothing of it except that Dr. Cavoukian has the right to choose who to work for. In my case, the objective of this project is to optimize the use of technology for community benefit within full respect of privacy is exhilarating. We are just at the beginning, so the possibilities are great.

Q. Dr. Cavoukian has said that she did not believe the project would protect privacy – why do you think it would?
A. Because we are all so committed to that goal and because the opportunity to ensure both the benefit of technology and the comfort of privacy is very real.

Q. What makes you so confident?
A. Mainly the commitment of my client. I was retained precisely to ensure privacy issues are identified and addressed and we are sparing no effort to do so.

From: Carol Webb
To: [redacted]
Cc: Cameron MacKay; Kristina Verner
Subject: RE: CBC Request
Date: October 21, 2018 2:27:45 PM
Attachments: ~WRD000.jpg

Hi [redacted] following is a comment from Helen Burstyn:

> We have enormous respect for Dr. Cavoukian and Privacy by Design, the excellent tool she has developed based on best practices. Waterfront Toronto also recognizes and respects the obligation to adhere to Canadian privacy laws, which go beyond Privacy by Design. We will ensure that any party proposing technologies for use in the Designated Waterfront Area meet any and all Canadian privacy legal requirements and beyond.
> As noted by Waterfront Toronto's privacy adviser and former interim Privacy Commissioner of Canada, Chantal Bernier, we are just at the beginning of this process. Waterfront Toronto and its advisors are still identifying the privacy risks to which we will apply every privacy protection available to us.
> -Helen Burstyn, Chair, Board of Directors, Waterfront Toronto

Best, Carol

From: [redacted]
Sent: Sunday, October 21, 2018 1:22 PM
To: Carol Webb
Subject: Re: CBC Request

Perfect. Thank you.

[redacted]

CBC News

On Sun, Oct 21, 2018 at 1:20 PM Carol Webb <CWebb@waterfrontoronto.ca> wrote:

> Hi [redacted] I'm just back online right now. We'll get back to you shortly.
> **From:** [redacted]
> **Sent:** Sunday, October 21, 2018 12:45 PM
> **To:** Kristina Verner <KVerner@waterfrontoronto.ca>
> **Cc:** Carol Webb <CWebb@waterfrontoronto.ca>; Cameron MacKay <CMacKay@waterfrontoronto.ca>
> **Subject:** Re: CBC Request
> Hi Carol and Cameron,
> Would I be able to have a response to Ms. Cavoukian's concerns by 1500?
> Please let me know.
> Thank you,
> [redacted]

[redacted]

ATIA - 19(1)

CBC News



On Sun, Oct 21, 2018 at 12:37 PM Kristina Verner <KVerner@waterfrontoronto.ca> wrote:

> Hello [redacted]
> I am connecting you with Carol and Cameron from our communications team to assist you with your inquiry. Are you on deadline? If so, can you please provide the details.
> Thank you!
> Kristina
> kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] | kverner@waterfrontoronto.ca | www.waterfrontoronto.ca
>
> **Error! Filename not specified.**
>
> ---
>
> **From** [redacted]
> **Sent:** October 21, 2018 12:33:29 PM
> **To:** Kristina Verner
> **Subject:** Re: CBC Request
> Hi Kristina,
> I did reach out to Helen Burstyn earlier.
> Can you help me out?
> I'm working on a story for CBC National Radio.
> Thanks!
> [redacted]
>
> [redacted]
>
> *CBC News*
>
> 
>
> On Sun, Oct 21, 2018 at 12:27 PM Kristina Verner <KVerner@waterfrontoronto.ca> wrote:
>
> > [redacted]
> > Thank you for passing this along.
> > I hope all is well...
> > Kristina
> > kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] | kverner@waterfrontoronto.ca | www.waterfrontoronto.ca
> >
> > **Error! Filename not specified.**
> >
> > ---
> >
> > **From:** [redacted]

ATIA - 19(1)

Sent: October 21, 2018 12:26:26 PM
To: [redacted]
Cc: Kristina Verner; Carol Webb
Subject: Re: CBC Request

Thanks for the note [redacted]. Kristina and Carol (copied here) would be your people to comment on behalf of Waterfront Toronto.
Good day, everyone.

On Sun, Oct 21, 2018, 12:21 PM [redacted] wrote:

> Hi [redacted]
> I'm hoping to get some comment from Waterfront Toronto on the resignation of Ann Cavoukian Sidewalk Labs advisory panel.
> She was just on CBC asking that Waterfront Toronto require the security of data be made 'at source."
> Would we be able to interview you today or failing that have an emailed statement?
> Thanks so much!
>
> [redacted]
>
> ***CBC News***

From: Carol Webb
To: [redacted] Cameron MacKay; Kristina Verner
Subject: RE: Globe and Mail comment request
Date: October 20, 2018 2:13:01 PM

Hi [redacted] responses below from Waterfront Toronto and Chantal Bernier, one of our external legal advisors.

"The data governance proposal prepared by Sidewalk Labs was just that, a proposal. As was discussed at the panel meeting Thursday, much more work remains ahead in considering the important issues touched upon in the proposal and there may also be other approaches to be explored. Waterfront Toronto is well advised on these matters including by Chantal Bernier, a former Privacy Commissioner of Canada, and its Digital Strategy Advisory Panel. We are also looking to work with our government partners in these areas. We see our role as facilitating the data governance conversation that needs to happen not just for Quayside but more broadly and making sure all the voices are heard."

-Kristina Verner, Vice President, Innovation, Sustainability and Prosperity, Waterfront Toronto

"I was retained by Waterfront Toronto to ensure privacy issues are identified and addressed, and we are sparing no effort to do so. One of the objectives of this project is to optimize the use of technology for community benefit within full respect of privacy. We are just at the beginning of this process. This means we are still identifying every privacy risk to which we will apply every privacy protection available to us. And those protections are very real."

-Chantal Bernier leads the Canadian Privacy and Cybersecurity practice at Dentons and spent 6 years leading the Office of the Privacy Commissioner of Canada (OPC) as Interim Privacy Commissioner and as Assistant Commissioner.

From [redacted]
Sent: Saturday, October 20, 2018 1:41 PM
To: Carol Webb ; Cameron MacKay ; Kristina Verner
Subject: Re: Globe and Mail comment request

Thanks!

[redacted]

The Globe and Mail
Sent from my mobile device

[redacted]

On Sat, Oct 20, 2018 at 1:31 PM -0400, "Carol Webb" <CWebb@waterfrontoronto.ca> wrote:

> Hi [redacted], thanks for your email. We'll get back to you shortly.
>
> **From** [redacted]
> **Sent:** Saturday, October 20, 2018 12:39 PM
> **To:** Carol Webb <CWebb@waterfrontoronto.ca>; Cameron MacKay <CMacKay@waterfrontoronto.ca>; Kristina Verner <KVerner@waterfrontoronto.ca>
> **Subject:** Globe and Mail comment request
>
> Hi Kristina, Carol and Cameron,

I hope you're well. Sorry to bug you on a weekend but I've been assigned a story today on Ann Cavoukian's resignation from consulting Sidewalk Labs on the Quayside project.

I know her resignation was from SWL and not WT, but I just spoke with her, and her concerns seem to be around control of privacy and de-identifying personal information in the data trust by third parties. Not necessarily by SWL, which I'm told still wants to abide by privacy by design, but other parties who'd want to innovate with that data.

Following Thursday's meeting, now that the DSAP and WT seem to be taking a more active role in developing this policy, the concerns Ms. Cavoukian has would technically seem to fall under the proposals that the DSAP would develop...

As such, I'd like to ensure WT has the chance to speak for this story. Let me know if you'd like to comment by phone or e-mail. I'm delivering this story to my editor by 3 p.m. if you could please respond by then.

Thanks,



ATIA - 19(1)

From: Carol Webb
To: [redacted]
Cc: Cameron MacKay
Subject: RE: The Canadian Press media inquiry
Date: October 21, 2018 3:53:31 PM
Attachments: ~WRD394.jpg

H[redacted] here is a statement from Waterfront Toronto:

> Waterfront Toronto has great respect for Dr. Cavoukian and Privacy by Design, the excellent tool she has developed based on best practices. Waterfront Toronto also recognizes and respects the obligation to adhere to Canadian privacy laws, which go beyond Privacy by Design. We will ensure that any party proposing technologies for use in the Designated Waterfront Area meet any and all Canadian privacy legal requirements and beyond.
> As noted by Waterfront Toronto's privacy adviser and former interim Privacy Commissioner of Canada, Chantal Bernier, we are just at the beginning of this process. Waterfront Toronto and its advisors are still identifying the privacy risks to which we will apply every privacy protection available to us.

Best, Carol

From:[redacted]
Sent: Sunday, October 21, 2018 3:16 PM
To: Meghan Hogan ; cmckinnon@waterfrontoronto.ca; Carol Webb
Subject: The Canadian Press media inquiry

Hi there,

It's [redacted] from The Canadian Press. I was hoping to get a comment from Waterfront Toronto regarding the resignation of Ann Cavoukian. As I'm sure you're aware, her resignation is because she believes her privacy framework is being overlooked and that Sidewalk Labs cannot guarantee other companies partnered with them will also follow her framework -- including Waterfront Toronto.

I hope to hear back from you as soon as possible as we will be moving forward with the story.

I can be reached at [redacted]

Best,

[redacted]
[redacted] thecanadianpress.com
Twitter: [redacted]

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: October 16, 2018 5:50 PM
To: Geerts, Line (INFC)
Cc: Eyre, Jennifer (INFC); Campbell, Glenn (INFC); Tippins, Shawn (INFC); O'Grady, Tammy (INFC)
Subject: Pre-IGSC DM call with Ontario and City of Toronto counterparts
Attachments: Pre-brief for IGSC

Hi Line,

In our Waterfront Toronto bilat briefing with the DM yesterday, Kelly asked that a pre-IGSC conference call be arranged with her DM counterpart in Ontario, Scott Thompson, and Toronto City Manager, Chris Murray. She'd like this to take place on Friday, November 2nd if at all possible. You may recall the office had organized a similar prep meeting on September 5th (see calendar invite attached), the day prior to the last IGSC. The invitees would be the same this time around.

Please let me know if you need any more information or if this is enough to work with.
Thanks!
Nancy

Nancy Faraday-Smith

Acting Director, Investment, Partnerships and Innovation
Infrastructure Canada / Government of Canada
nancy.faraday-smith@canada.ca / Tel: 613-948-9481

Directrice intérimaire, Direction générlae des investissements, des partenariats et de l'innovation
Infrastructure Canada / Gouvernement du Canada
nancy.faraday-smith@canada.ca / Tél. : 613-948-9481

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ATIA - 16(2)

Renshaw, Brett (INFC)

Subject:	Pre-brief for IGSC
Location:	Toll-free Dial-In Number: [redacted]
Start:	Wed 2018-09-05 5:30 PM
End:	Wed 2018-09-05 6:00 PM
Recurrence:	(none)
Meeting Status:	Accepted
Organizer:	Gillis, Kelly (INFC)
Required Attendees:	'Scott.Thompson@ontario.ca'; Northey, James (MOI); 'Chris Murray'; 'Giannekos, Chris (MOI)'; Campbell, Glenn (INFC); Faraday-Smith, Nancy (INFC)
Optional Attendees:	Eyre, Jennifer (INFC); 'Marianne Ruffolo'; 'Ward, Peggy (MOI)'; INFC.O CIBTO.ADMO.Users / Utilisateurs.BTBIC.BSMA O.INFC; Lou Di Gironimo

Conference ID : [redacted]
PIN : [redacted]

Contact :
Line Geerts – 613-941-0715

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Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: October 16, 2018 9:42 AM
To: Campbell, Glenn (INFC)
Cc: Ladouceur3, Natalie (INFC); Tippins, Shawn (INFC)
Subject: WT and SWL in the news
Attachments: Toronto Star Oct 16 SWL vows not to control data.pdf; Globe and Mail Oct 16 - SWL to reliquish control of some data.pdf; NP Oct 16 - SWL Responds to Backlash.pdf

Glenn –

WT and SWL in the news today prompted, as expected, by yesterday afternoon's release of SWL's Digital Governance Proposals for DSAP consultations on the DSAP portal. See summaries below, and full articles attached:

Toronto Star – Sidewalk Labs vows not to control data
Amid a growing controversy over data collection, control and privacy, Manhattan-based Sidewalk Labs Monday released its 41-page "Digital Governance Proposals," a draft report it hopes will quell concerns pertaining to a proposed 12-acre technology-driven neighbourhood on a parcel of land in the Queens Quay and Parliament St. area called Quayside….Stating that "no one has the right to own information" collected from Quayside and that it should be "freely and publicly available," Sidewalk Labs, a sister company of Google, called for the formation of an "independent civic data trust" to control the data indefinitely… It's not immediately clear who would sit on the governance body, or who would be responsible for pulling it together. Other questions include: who would be responsible for enforcement, whether the trust will be a repository for data and how the trust will be funded…. Bianca Wylie, co-founder of Tech Reset Canada, a group of technology experts and business people advocating for innovation for the public good, called the proposals a "desperate, panicked and rushed" move. "It's not a process for a vendor (Sidewalk Labs) to be leading and framing. Full stop."

Globe & Mail - Sidewalk Labs to relinquish control of some data from public after privacy backlash
The urban planning firm Sidewalk Labs is proposing to make data from the many sensors planted throughout a 12-acre development it wants to build on Toronto's eastern waterfront available to anyone who wants to use it….And while Sidewalk's chief executive officer, Dan Doctoroff, said in a February interview that a data trust, an independent organization that would manage the data, was under consideration, the company did not confirm that plan until Monday….Micah Lasher, Sidewalk's head of policy, said in a phone interview on Monday that the datagovernance details took so long to deliver because they were the result of "an enormous amount of complexity that we have wrestled with" for months….The new proposal did not fully satisfy critics of the Quayside project, some of whom want the data-governance details to be taken out of the company's hands. "This is a desperate, panicked and rushed move," said Bianca Wylie, an open-data advocate and co-founder of Tech Reset Canada….Sidewalk's data-governance proposal does not touch upon the creation of intellectual property (IP) or its monetization, although the company's slide deck says data monetization is not part of its business model. Mr.Lasher told The Globe an IP proposal will be presented to DSAP at a subsequent meeting. And he insisted that for any IP generated as a result of a partnership with a public entity, "the benefits of that IP should be shared between the public and private entities."

National Post – Sidewalk Labs Responds to Backlash
Sidewalk Labs is now saying that it doesn't want to own any of the data collected as part of the proposed "smart city" development at Quayside on Toronto's waterfront, and that all data should be held by an independent "Civic Data Trust."…. "None of the ideas we're presenting are fixed or final," Sidewalk Labs head of data governance Alyssa Harvey Dawson wrote in the company blog post…..The proposal comes just a few days before Waterfront Toronto Digital Strategy Advisory Panel - the body that Muzaffar resigned from in protest - is set to meet on Oct. 18.

No response as of yet from WT as to whether they had prepared a Comms package in preparation for the release.
Nancy

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TORONTO STAR

Toronto Star | News | A2

Sidewalk Labs vows not to control data

Google sister firm wants independent public trust to control resident data

Donovan Vincent Housing Reporter

Sidewalk Labs is promising it won't control data collected in the public spaces of a "**smart city**" proposed for **Toronto's** waterfront - and says it wants to see a public trust created to take charge of such data.

Amid a growing controversy over data collection, control and privacy, Manhattan-based Sidewalk Labs Monday released its 41-page "Digital Governance Proposals," a draft report it hopes will quell concerns pertaining to a proposed 12-acre technology-driven neighbourhood on a parcel of land in the Queens Quay and Parliament St. area called **Quayside**.

Stating that "no one has the right to own information" collected from **Quayside** and that it should be "freely and publicly available," Sidewalk Labs, a sister company of Google, called for the formation of an "independent civic data trust" to control the data indefinitely.

It's not immediately clear who would sit on the governance body, or who would be responsible for pulling it together.

Other questions include: who would be responsible for enforcement, whether the trust will be a repository for data and how the trust will be funded.

Critics have sounded alarm bells that so-called urban data - information collected about people in areas such as lobbies, streets, plazas, parks and open spaces near Sidewalk Labs' mostly residential development - should be in the hands of government, rather than a large, profit-driven U.S. company.

Concerns have been raised that the collection of data at the **Toronto** development will amount to "mass surveillance" without proper safeguards in place.

In the draft report, Sidewalk says the monetization of data will not be part of its business model, adding it has committed not to sell personal information or use it for advertising.

Earlier this month, tech expert Saadia Muzaffar, a member of the digital strategy advisory panel to **Waterfront Toronto**, which is partnering with Sidewalk Labs on the project, resigned citing concerns about the lack of safeguards in place to protect the "data and digital infrastructure" pertaining to the project.

Sidewalk Labs said in order to protect privacy, any group or business entity proposing to collect or use urban data, including Sidewalk Labs itself, would first have to file a "responsible data impact assessment" with the trust.

During this assessment process, the data trust would evaluate the reason for the data collection, the parties involved, the impact and risks of the data collection, and whether innovation will be spurred.

A risk assessment and application to the data trust would be mandatory in cases where devices - such as thermostats, home security cameras or sensors - are installed by a landlord or builder, but those parties could "self-certify" if they follow guidelines and provide an opt-out for residents, Sidewalk's report says.

Such trusts exist in other cities such as Barcelona, Spain, where data is pooled into a central repository and managed by a trusted intermediary.

The company also pledged to use "open standards" for any digital infrastructure and services it provides - so anyone can plug in or compete.

Sidewalk's draft proposals will be presented to Thursday's meeting of the digital strategy advisory panel, Lasher said.

Bianca Wylie, co-founder of Tech Reset Canada, a group of technology experts and business people advocating for innovation for the public good, called the proposals a "desperate, panicked and rushed" move. "It's not a process for a vendor (Sidewalk

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Labs) to be leading and framing. Full stop."

Sidewalk Labs and **Waterfront Toronto** are working on a master plan for the **Quayside** project, expected early next year.

Photo: Sidewalk Labs is working with **Waterfront Toronto** on the **Quayside** project, a proposed 12-acre technology-driven hub. Sidewalk Labs

2018 Toronto Star (ON)

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THE GLOBE AND MAIL

Globe and Mail | Report on Business | B1

Sidewalk Labs to relinquish control of some data from public after privacy backlash

Josh O'kane

The urban planning firm Sidewalk Labs is proposing to make data from the many sensors planted throughout a 12-acre development it wants to build on Toronto's eastern waterfront available to anyone who wants to use it.

Sidewalk, a subsidiary of Google parent Alphabet Inc., is developing the project known as **Quayside** in conjunction with **Waterfront Toronto**, an agency representing all three levels of government. Sidewalk announced its plans in a blog post and slide deck on Monday after months of criticism from Canadian technology executives and open-data advocates who feared that the tech giant would gain the most from the potential innovations that could arise from the data. As officials from all levels of government try to promote Canada as tech-friendly, the lack of information on who would own and manage data generated by the community has frustrated homegrown innovators.

And while Sidewalk's chief executive officer, Dan Doctoroff, said in a February interview that a data trust, an independent organization that would manage the data, was under consideration, the company did not confirm that plan until Monday.

What Sidewalk is calling the Civic Data Trust would strip identifying information from data generated by people living in, working in and visiting the community.

It would do so while allowing people and companies access it for free to study and use to develop innovations. Two examples of data that could be managed by the trust, Sidewalk said, were pedestrian counters and air quality sensors that did not collect identifying information. Identifiable data about a person collected with their consent, such as through an app on public WiFi, would not fall into that category.

Micah Lasher, Sidewalk's head of policy, said in a phone interview on Monday that the datagovernance details took so long to deliver because they were the result of "an enormous amount of complexity that we have wrestled with" for months.

But throughout the process of developing the proposal with **Waterfront Toronto**, he said, "you'll see an emphasis on creating an ecosystem where many players, particularly Canadian startups, would be able to and want to come and innovate. ... What we advanced today, we believe, puts that aspiration into practice through a commitment to open standards in all of the technology that Sidewalk Labs would develop in this place. And we would hope that open standards are taken up by everyone else innovating in this place."

The new proposal did not fully satisfy critics of the **Quayside** project, some of whom want the data-governance details to be taken out of the company's hands. "This is a desperate, panicked and rushed move," said Bianca Wylie, an open-data advocate and co-founder of Tech Reset Canada.

The proposal will be presented to **Waterfront Toronto's** digitalstrategy advisory panel (DSAP) on Thursday - at a moment when tensions among its members are heightened. Two members of that panel, the venture-capitalist John Ruffolo and entrepreneur Saadia Muzaffar, resigned in recent months in frustration over how the project was unfolding.

"The DSAP was created to provide **Waterfront Toronto** with expert advice on a range of digital governance matters, including data privacy, digital systems, and the safe and ethical use of new technologies, and we look forward to their assessment of Sidewalk's proposal," **Waterfront Toronto** spokeswoman Carol Webb said in an e-mail.

Sidewalk says the trust would be guided by a charter and managed independently from the company. Those who seek to collect or use the data - Sidewalk included - would be required to file a responsible-data impact assessment with the trust. This system would build on the privacy impact assessments in the European Union's General Data Protection Regulation, the company says. It would require potential collectors and users of Quaysidegenerated data to describe the purpose for collecting it, the kind of data required, the impact on persons and the broader community, and a risk-benefit analysis.

These assessments would be made public, Sidewalk said.

Sidewalk's data-governance proposal does not touch upon the creation of intellectual property (IP) or its monetization,

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although the company's slide deck says data monetization is not part of its business model. Mr.Lasher told The Globe an IP proposal will be presented to DSAP at a subsequent meeting. And he insisted that for any IP generated as a result of a partnership with a public entity, "the benefits of that IP should be shared between the public and private entities."

Sidewalk's proposal said **Quayside** data would not necessarily be stored in Canada, which Ontario law does not require, but be protected through contractual agreements and mechanisms such as encryption.

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NATIONAL POST

National Post | FINANCIAL POST | FP10

Sidewalk Labs responds to backlash

Privacy Concerns

James Mcleod

Sidewalk Labs is now saying that it doesn't want to own any of the data collected as part of the proposed "**smart city**" development at **Quayside** on **Toronto's** waterfront, and that all data should be held by an independent "Civic Data Trust."

In a blog post published Monday, Sidewalk **Toronto** said that they are proposing that the company will have no special access to the data collected, and anybody doing urban data collection in the **Quayside** development should have to file a publicly available Responsible Data Impact Assessment with the Civic Data Trust.

"None of the ideas we're presenting are fixed or final," Sidewalk Labs head of data governance Alyssa Harvey Dawson wrote in the company blog post.

"They are, however, consistent with our long-standing goal of setting a new standard for responsible data use that protects personal privacy and the public interest while enabling companies, researchers, innovators, governments, and civic organizations to improve urban life using urban data."

In the last couple months, the New York-based Sidewalk Labs, which is owned by Google parent company Alphabet, has faced mounting criticism surrounding its proposed development on **Toronto's** eastern waterfront.

In early October Saadia Muzaffar, founder of Tech-Girls Canada, resigned from the Digital Strategy Advisory Panel formed by **Waterfront Toronto**, the **federal**-provincial-municipal agency that is redeveloping **Toronto's** waterfront, and working with Sidewalk Labs on the **Quayside** project. Muzaffar said she resigned due to "apathy and a lack of leadership regarding shaky public trust" according to a copy of her resignation letter obtained by The Canadian Press.

The proposal comes just a few days before **Waterfront Toronto** Digital Strategy Advisory Panel - the body that Muzaffar resigned from in protest - is set to meet on Oct. 18.

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ATIA - 21(1)(b)

ATIA - 16(2)

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: October 15, 2018 11:19 AM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); Ladouceur3, Natalie (INFC); Zewede, Heywet (IC)
Subject: RE: Talking Points for Briefing
Attachments: Talking Points for Briefing.docx

Hi Glenn –

Attached is an updated briefing tool which suggests who could lead on what topic, and where warranted also boxes out what actions IPI is taking in relation to what we're raising.

Nancy

From: Campbell, Glenn (INFC)
Sent: October 15, 2018 7:44 AM
To: Faraday-Smith, Nancy (INFC)
Cc: Tippins, Shawn (INFC) ; Ladouceur3, Natalie (INFC) ; Zewede, Heywet (INFC)
Subject: Re: Talking Points for Briefing

Thanks

Let's figure out what I brief on vs you two

[redacted]

Any points we raised, we'll need a view as to what we will do about on our side.

Did we get time booked with Meg this week?

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Faraday-Smith, Nancy (INFC)
Sent: Sunday, October 14, 2018 11:11 PM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); Ladouceur3, Natalie (INFC); Zewede, Heywet (INFC)
Subject: Talking Points for Briefing

Hi Glenn,

See attached a preview of suggested talking points for your briefing with the DM tomorrow on Waterfront. If you have a few mins in the morning would be good to walk through and revise/build out however best suits your needs.

Also saved here: G:\OFFICE OF INFRASTRUCTURE OF CANADA\WATERFRONT TO\DM reading package

Nancy

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ATIA - 21(1)(a)
ATIA - 21(1)(b)
ATIA - 21(1)(c)

WATERFRONT TORONTO
DM BRIEFING

Top Lines

[redacted]

Saadia Muzaffar resignation letter and the DSAP - **GLENN**

- Letter has been made public
- Critical of the partnership with Sidewalk but more focused on Waterfront itself and charge that its leadership is failing to address public concerns around data collection and governance for Quayside

Media articles - **GLENN**

- Initial rush of negative coverage was followed by some counter-balance

[redacted]

- Over coming weeks/months, media likely to closely track: DSAP meetings, release of 5-year Plan, provincial audit report and the Master Innovation and Development Plan

[redacted]

- Have a tri-government ADM-level call this week with our respective Comms Directors
- Comms shared a dashboard that the Bridges team produces weekly for your office. Team is going to see if and how best this could be adapted to the Waterfront context

WT Board of Directors Meeting, October 11th – **NANCY/SHAWN**

[redacted]

- Waterfront previewed a dashboard it has created to track progress of the MIDP; separately, Waterfront will be inviting feedback from governments

- Team will **work with POB to review draft 5-Year plan** and can come back with a summary brief, including as it relates to governance/areas of concerns; and will **link with tri-government partners** to exchange views on same in preparation for IGSC.

[redacted]

DSAP Meeting October 18th – NANCY/SHAWN

- Waterfront going ahead with DSAP meeting on October 18th (team will be attending)
- Sidewalk presenting an updated version of its Responsible Use Data Policy Framework
- [ADD HIGHLIGHTS FROM FRAMEWORK IF POSTED IN TIME]
- Framework is a key deliverable under the MIDP as one of its 12 "pillars"
- DSAP is mandated to advise Waterfront on the Framework
- Waterfront will be presenting deck on two proposed Civic Labs which will cover (1) data/digital governance on November 6th and (2) IP [DM has copy from weekend package]
- Deck proposes a series of questions for DSAP to cover during the Labs – multiple references to roles of different levels of government (e.g., what are governments considering and , what lessons from Quayside could they apply)
- Waterfront has signaled strong interest in having active federal participation at these Labs

- **Team has approached ISED about lending their expertise**, along with INFC, at both Civic Lab events
- We will work with Smart Cities and ISED to **develop a strategy for approach and content regarding participation**, calibrated to appropriate level of intervention

Mapping of Key WT-Related Upcoming Events/Milestones (INFC) - GLENN

Internal - Pre-IGSC Outreach and Coordination

- **October 17th**: ADM tri-government teleconference on Wednesday this week; each of our respective communications advisors will join so we can collectively map out a plan for coordination
- **Week of October 29th**: ADM tri-government teleconference prior to DM-level call
- **November 5th**: targeting DM-level call
- Weekly calls now instituted with Waterfront Chief Development Officer Meg Davis

Waterfront-Related Events

- REFER TO TABLE
- [redacted] Civic Lab being hosted by Waterfront on the morning of November 6th (same day as IGSC)

Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: October 14, 2018 9:25 PM
To: Marchildon, Caroline (INFC); Campbell, Glenn (INFC)
Cc: Hobbs, Joshua (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: RE: Latest Coverage: Waterfront Toronto
Attachments: Sidewalk-Toronto-Responsible_Data_Use_Framework_V0.2.pdf

Hi Caroline,

Late though it may be, attached is the May 2018 framework referenced below.

Nancy

From: Faraday-Smith, Nancy (INFC)
Sent: October 14, 2018 10:18 AM
To: Marchildon, Caroline (INFC) ; Gillis, Kelly (INFC) ; Campbell, Glenn (INFC)
Cc: Hobbs, Joshua (INFC) ; Eyre, Jennifer (INFC) ; Geerts, Line (INFC) ; Wronski, Michael (INFC) ; Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

SWL is to speak to an updated Responsible Use Framework doc at the DSAP meeting this Thursday. We don't have it yet, unfortunately. SWL asked for an extension to tomorrow before sharing it with WT. However, in May they released a version of same, which sets out guiding principles for data collection and use. I tried to attach but my BlackBerry isn't cooperating. Stay tuned.

WT will advise us/share the newest document with us as soon as they can.

Nancy

Sent from my BlackBerry 10 smartphone on the Rogers network.

From: Marchildon, Caroline (INFC)
Sent: Sunday, October 14, 2018 9:58 AM
To: Gillis, Kelly (INFC); Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

Glen, do you have more info on Sidewalk data strategy and expected release tomorrow?

Sent from my BlackBerry 10 smartphone on the Bell network.

From: Marchildon, Caroline (INFC)
Sent: Sunday, October 14, 2018 8:58 AM
To: Gillis, Kelly (INFC); Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

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Will do! Thank you. Glen, we have just heard from MINO... the quote was shared with The Logic by email late last week.

Sent from my BlackBerry 10 smartphone on the Bell network.

From: Gillis, Kelly (INFC)
Sent: Sunday, October 14, 2018 8:55 AM
To: Marchildon, Caroline (INFC); Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

Thanks [redacted] I think TW digital panel is meeting this week or soon [redacted]

Sent from my BlackBerry 10 smartphone on the Rogers network.

From: Marchildon, Caroline (INFC)
Sent: Sunday, October 14, 2018 8:52 AM
To: Campbell, Glenn (INFC); Gillis, Kelly (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

No. We have reached out to MINO and will let you know once we hear back.

Sent from my BlackBerry 10 smartphone on the Bell network.

From: Campbell, Glenn (INFC)
Sent: Sunday, October 14, 2018 8:44 AM
To: Marchildon, Caroline (INFC); Gillis, Kelly (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

Thanks Caroline, do we know when Logic reached out to our MINO for the quote below?

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Marchildon, Caroline (INFC)
Sent: Sunday, October 14, 2018 8:40 AM
To: Gillis, Kelly (INFC); Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Latest Coverage: Waterfront Toronto

Good morning,

Please find below the latest coverage on Waterfront Toronto – for CTV National News (giving profile to Jim Balsillie and "other tech entrepreneurs" concerns). Also, see The Logic's latest article – interesting to see how the messages from the three levels of government are evolving. We have met last week and are meeting again this week to discuss upcoming communications, stakeholder outreach, and messaging (alignment). Thank you.

CTV National News

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Sandie: from streets that can melt ice to towers that can block rain, canada's largest city is set to host one of the world's most advanced urban science experiments. The proposed project would transform toronto into a smart city unlike any other. But there are already fears the digital public space could come at a cost. Ctv's jon erlichman has the details.

Reporter: the plan from sidewalk labs is to turn an empty stretch of toronto's waterfront into a futuristic digital city. To build it, sidewalk, which is controlled by google's parent company, teamed up with three levels of government and received support from the prime minister. While the innovation excites some, jim balsillie, who helped turned the blackberry into a multibillion dollar business, says the relationship is too cozy between google and the canadian government. It shows how insecure our politicians are that they would let somebody -- we would self-colonize ourselves and let somebody come in and say, oh, please, take all of our economy and take control of our city.

Reporter: balsillie has battled google before. Android, which google controls, ate into blackberry's business, but he says his view has nothing to do with old rivalries. I don't think public goods being properly rented by those that understand what they're doing and understand the nature technically of what's at play here.

Reporter: other canadian tech entrepreneurs share his concerns. Why are we encouraging u.s. Multinationals to come up here, suck up all the talent and have the ip and data flow back to the states?

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Reporter: if sidewalk labs is successful in winning over privacy critics, construction on this megaproject could begin by 2020, which means residents and businesses may begin moving in within four to five years.

Jon erlichman, ctv news, toronto.

The Logic: News Feds' position on Quayside project unchanged

By Murad Hemmadi Oct 11, 2018

The federal government continues to sound positive about Sidewalk Labs and Waterfront Toronto's Quayside project, even as provincial and city officials insisted they're seeking clarification on the development's data and privacy implications.

In a statement to The Logic, Infrastructure Minister François-Philippe Champagne said the government is "proud" to partner with the province and city on the $1-billion shoreline project that is designed to make the Port Lands usable through flood prevention and land reclamation efforts. That work is "allowing for the redevelopment of this vital part of the city, and for Waterfront Toronto to partner with companies like Google to build the communities of tomorrow" (Sidewalk Labs is a subsidiary of Alphabet, Google's parent company).

Last week, The Logic reported that the auditor general of Ontario is conducting a value-for-money audit of Waterfront Toronto. Elsewhere, entrepreneur Saadia Muzaffar resigned from the agency's Digital Strategy Advisory Panel, citing—among other issues—concerns about the collection and use of data in the project. And, former Research in Motion (now BlackBerry) co-CEO Jim Balsillie penned a lengthy op-ed in The Globe and Mail, in which he calls the Quayside "the most dangerous" innovation strategy Canada has attempted in recent decades.

Prime Minister Justin Trudeau was present alongside then-Ontario Premier Kathleen Wynne and Toronto Mayor John Tory at the Quayside announcement last October. "I'm very excited to be announcing this great partnership with Sidewalk Labs, with Alphabet and Google, in recognizing that Canada is doing the right things in the right direction, and we're doing it because we have such confidence in our citizens and in our potential," he said. Asked if he continues to support the

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project in light of recent reports, the Prime Minister's Office directed The Logic to Champagne's statement.

All three levels of government claim the protection of citizens' data rights and privacy is on their agendas. Ottawa and Queen's Park say they're working with Waterfront Toronto to ensure accountability.

Meanwhile, Toronto's mayor is talking directly to Sidewalk Labs executives, but his main challenger wants more clarity now. The infrastructure minister did reference the concerns raised by Muzaffar and Balsillie, albeit not directly. The "world-class Digital Strategy Advisory Panel is working to ensure that principles of ethical use of technology and the protection of personal privacy and data are respected in all parts of this development," the statement says, adding that the federal government will continue to work with Waterfront Toronto and the province and city to ensure "this innovative development takes place in an ethical and accountable fashion."

A spokesperson in the office of Ontario Infrastructure Minister Monte McNaughton, Champagne's provincial counterpart, noted that members of the Ontario government had visited "Waterfront Toronto" and "continue to ask tough questions." The province expects the agency to "implement strong measures to ensure accountability and transparency while keeping the interests of taxpayers top of mind," reads the statement, which calls the Quayside an "exciting, job-creating plan."

The statement, in response to questions from The Logic, struck a different tone than the one McNaughton adopted in August, when he used a friendly question in the provincial legislature to tout the signing of a Plan Development Agreement between Sidewalk Labs and Waterfront Toronto. At the time, he called the development "cutting-edge innovation," and said it delivered on the Progressive Conservative (PC) government's "commitment to attracting knowledge-based capital and investments to Ontario" (the PCs took power in June).

Speaking to media after voting in advance polls in the Toronto municipal election on Wednesday, Tory said there "remain some unanswered questions" about the Sidewalk project, specifically naming data protections. The mayor said he had personally told senior executives at the company that there was "much more work to do here to make sure that we can do what we all have to do, which is to satisfy Torontonians" that their information rights and privacy "will be respected."

In an interview on CBC Radio's Metro Morning on Wednesday, Helen Burstyn, Waterfront Toronto board chair, said the agency has "three levels of government who stand firmly behind us, and are more than happy with the work that we're doing."

Mayoral candidate and former Toronto chief planner Jennifer Keesmaat also emphasized the need for greater surety with regards to data collection. "The protection of the public interest needs to be made paramount and needs to be made explicit," she said in an interview. It is "the role of the mayor to take the bull by the horns and to be absolutely clear about the public interest, and to assure the public," which she said he has not. The former chief city planner's portfolio included the Waterfront Secretariat, the city entity involved with the shoreline revitalization efforts."This whole contract that was advanced by Waterfront Toronto was not something that was done in collaboration with the city," Keesmaat said, speaking based on her time in the municipal government. "And that's a problem."

Waterfront Toronto and Sidewalk Labs are scheduled to release a "comprehensive description of the component parts" of the master innovation and development plan for Quayside next month, with a draft plan to be published early next year.

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Sent: October 14, 2018 12:00 AM
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Subject: Waterfront Toronto
Importance: High

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SIDEWALK TORONTO

Responsible Data Use Policy Framework

1 May 2018
Version 0.2

WATERFRONToronto

SIDEWALK LABS

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Sidewalk Toronto is a joint effort by Waterfront Toronto and Sidewalk Labs to create a new kind of complete community on Toronto's waterfront that combines cutting-edge technology and forward-thinking urban design to help address major challenges of urban growth, from sustainability to affordability to economic opportunity. We believe Sidewalk Toronto can provide a global model for future cities to build on.

Data has an important part to play in bringing this vision to life. First, data can power tools that improve the day-to-day operation of a neighbourhood and make it more responsive to local needs. Second, access to data can enable the community—including researchers, startups, civic organizations, and residents—to develop new tools and services for itself, creating a virtuous cycle of urban innovation.

Cities—and businesses operating in cities—have long collected data to help address challenges and provide better services, from mapping the spread of disease to fielding noise complaints via 311 to monitoring public safety with closed-circuit cameras. Often, these efforts happen in the absence of a meaningful public dialogue or policy framework, leaving people with valid concerns about the impact on their personal privacy.

So while privacy concerns around urban data are not new, we believe that Sidewalk Toronto has a unique opportunity—and a core responsibility—to innovate not just on how data will be used, but on how its use will be governed.

Process and Guiding Principles

The Sidewalk Toronto planning process will result in a "Master Innovation and Development Plan," released at the end of 2018, that will lay out detailed programmatic plans for the waterfront. One important component of the plan will be a Responsible Data Use Policy, which will govern the collection and use of data.

To help develop this policy, and to receive guidance on a full range of issues relating to responsible data use, Sidewalk Toronto has convened a Data Governance Advisory Working Group made up of independent experts and community representatives. This group will work alongside other project advisors, including Dr. Ann Cavoukian, three-term Information and Privacy Commissioner of Ontario; Chantal Bernier, former interim Privacy Commissioner of Canada; and Waterfront Toronto's Digital Strategy Advisory Panel.

Sidewalk Toronto's Responsible Data Use Policy will build on the strong foundation established by Canadian privacy laws and aim to realize their spirit and content more fulsomely than any other project to date, as well as building on recent recommendations by federal and provincial Canadian privacy regulators. It will be a product of ongoing, comprehensive engagement and consultation with Canadian experts, stakeholders, and the public—a living document that evolves with the project itself.

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Our early work with these advisors, together with feedback gathered as part of the Sidewalk Toronto public engagement process, has led to the development of a set of principles that will inform decisions on how the community's data and information is responsibly collected, stored, used, processed, and secured:

- **Beneficial purpose.** Data collection and use should be purposeful, intentional, and tightly connected to the ultimate benefit that we are striving to achieve. We will not collect data for the sake of having data.
- **Transparent.** We will be transparent about what we are collecting and why, clearly explain the intended benefit of that data use, and communicate any changes.
- **Open.** Whenever possible and without compromising personal privacy, we will seek to make the data collected as part of Sidewalk Toronto open and accessible, with the goal to enable innovation and entrepreneurship.
- **Proactive engagement.** We will proactively engage the community on data use and will continue to listen and learn from the community as we grow and develop.
- **Community trust.** We want the community to trust that our projects, products, and services are developed with its needs in mind. Having good data-handling practices and minimizing breaches of trust is therefore integral to our development process.
- **People first.** Our people-first approach to responsible data use will apply Canadian values of diversity, inclusion, and privacy as a fundamental human right.

In addition, based on work with advisory groups and public feedback, we have determined that the Responsible Data Use Policy will have four main areas of focus:

1. **Privacy** is about individual control over how personal information is collected, used, and shared.
2. **Data stewardship** is about the use, control, ownership, and storage of data.
3. **Access to data** deals with questions of how broadly and on what terms data is made available.
4. **Data security** is about protecting data and minimizing the potential for breaches.

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Commitments and Open Questions

Our collaborative work on the first of these areas, privacy, has advanced sufficiently for us to make a number of commitments. Our work in the other areas remains in development but is being guided by some critical questions we continue to explore in consultation with the public and our expert advisory groups.

Privacy

Privacy is about individual control over how personal information is collected, used, and shared. Different rules and protections may apply to different kinds of data, depending on the extent to which individuals can be identified from the data. Sidewalk Toronto will, however, implement appropriate guidelines and policies governing the use of all data, including data that is not personal information, such as environmental data.

With respect to privacy, Sidewalk Toronto makes the following commitments:

- **We will always inform individuals of how and why their personal information is being collected and used, and we will do so in a way that is proactive, clear, and easy to understand.**
- **We will embed data privacy into everything we do from the very start, an approach known as Privacy by Design.**
- **If a service to which you opt in requires individual identification, you will have meaningful control over how your information is used. Otherwise, data that includes personal information will be "de-identified" by default—anonymized and designed not to trace back to any individual.**
- **We will seek meaningful consent from individuals and honour their choices.**
- **We will conduct privacy impact and threat risk assessments to help ensure that privacy and security risks are identified and adequately addressed in the design of new technologies and programs.**
- **We will publish summaries of the privacy implications of key initiatives in advance, as guided by the Data Governance Advisory Working Group.**
- **We will not sell personal information to third parties, or use it ourselves for advertising purposes.**

In addition to these commitments, we continue to explore several questions related to privacy, including:

- *What does "meaningful consent" look like with data collected in the public realm—for instance, with cameras located at intersections to help improve street safety?*
- *Are there some types of collection and uses of personal information that should never be considered?*
- *How can we plan to improve digital literacy so all stakeholders—including individuals, government, and companies—better understand the benefits and their choices?*

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Data Stewardship

Data stewardship is about the use, control, ownership, and storage of information. It includes considerations such as governance (who oversees decisions related to data use), data residency (where data is stored), and usage terms (how data is licensed or shared). A strong policy on data stewardship must thoughtfully balance public and individual interests.

The questions on data stewardship that we are exploring include:

- *What are some conventional approaches to data ownership in cities, and what are their strengths and weaknesses?*
- *What responsibilities come with "owning" data (such as security or infrastructure maintenance)?*
- *What are the technological, economic, and security-related advantages and disadvantages of requiring data to be stored in Canada?*
- *Are there viable innovative models of governing urban data, such as establishing a non-profit data trust that oversees decisions?*
- *If an independent entity such as a data trust were to exist, what impact might that review process have on the speed of innovation?*

Access to Data

Access to data deals with questions of how broadly and on what terms data is made available. Open access encourages participation, innovation, learning, and improvements in all aspects of public life while also discouraging lock-in around specific products or companies (including our own). To achieve that goal, Sidewalk Toronto envisions a digital platform governed by open standards, providing well-designed, well-documented, and well-supported APIs to third-party developers.

The questions on access to data that we are exploring include:

- *What processes should be used to decide what data is made public, and how can these processes address privacy and public safety concerns?*
- *How could an open data protocol for Sidewalk Toronto complement the city's existing Open Data Catalogue?*
- *How do we encourage a vibrant startup community while making sure it uses data in ways that benefit neighbourhoods?*
- *What is the right balance to strike between making data broadly available and ensuring that entrepreneurs have the necessary incentives to set up shop and develop intellectual property as part of Sidewalk Toronto?*

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Data Security

Data security is about protecting data and minimizing the potential for breaches. We will work with best-in-class security solutions and partners to protect data that has been collected, and require anyone who uses this platform to meet the same high standard of security. We will welcome third-party audits of our security and de-identification protocols.

The questions on data security that we are exploring include:

- *What are strategies for achieving both open digital infrastructure and best-in-class security?*
- *How do we make our systems easily auditable and transparent?*
- *How do we enforce a rigorous security policy without creating a barrier to entry for startups?*
- *What type of transparency should exist around security threats or breaches?*

Share Your Thoughts

We welcome your comments, questions, and feedback on this policy framework at one of our upcoming Sidewalk Toronto public consultation programs or via email at privacy@sidewalktoronto.ca.

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Renshaw, Brett (INFC)

From: Tippins, Shawn (INFC)
Sent: October 14, 2018 9:02 PM
To: Faraday-Smith, Nancy (INFC); Campbell, Glenn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto
Attachments: 18.10.13_SWL_Advisory_Council_Blog_Post.pdf; Sidewalk-Toronto-Responsible_Data_Use_Framework_V0.2.pdf

Nancy, Glenn: here's SWL's draft Responsible Data Use Policy Framework from last May. I expect WT will share the revised version tomorrow ahead of it's consideration at this week's DSAP. Also attached is a note SWL released yesterday about a new Advisory Council that it has formed (and which will meet as early as Oct 17th) and that also explains how it relates to the other groups and events SWL has formed/convened in the last several months.

Sent from my BlackBerry 10 smartphone on the Rogers network.

From: Faraday-Smith, Nancy (INFC)
Sent: Sunday, October 14, 2018 10:18 AM
To: Marchildon, Caroline (INFC); Gillis, Kelly (INFC); Campbell, Glenn (INFC)
Cc: Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

SWL is to speak to an updated Responsible Use Framework doc at the DSAP meeting this Thursday. We don't have it yet, unfortunately. SWL asked for an extension to tomorrow before sharing it with WT. However, in May they released a version of same, which sets out guiding principles for data collection and use. I tried to attach but my BlackBerry isn't cooperating. Stay tuned.

WT will advise us/share the newest document with us as soon as they can.

Nancy

Sent from my BlackBerry 10 smartphone on the Rogers network.

From: Marchildon, Caroline (INFC)
Sent: Sunday, October 14, 2018 9:58 AM
To: Gillis, Kelly (INFC); Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

Glen, do you have more info on Sidewalk data strategy and expected release tomorrow?

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From: Marchildon, Caroline (INFC)
Sent: Sunday, October 14, 2018 8:58 AM
To: Gillis, Kelly (INFC); Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

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Will do! Thank you. Glen, we have just heard from MINO... the quote was shared with The Logic by email late last week.

Sent from my BlackBerry 10 smartphone on the Bell network.

From: Gillis, Kelly (INFC)
Sent: Sunday, October 14, 2018 8:55 AM
To: Marchildon, Caroline (INFC); Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

Thanks [redacted] I think TW digital panel is meeting this week or soon [redacted]

Sent from my BlackBerry 10 smartphone on the Rogers network.

From: Marchildon, Caroline (INFC)
Sent: Sunday, October 14, 2018 8:52 AM
To: Campbell, Glenn (INFC); Gillis, Kelly (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

No. We have reached out to MINO and will let you know once we hear back.

Sent from my BlackBerry 10 smartphone on the Bell network.

From: Campbell, Glenn (INFC)
Sent: Sunday, October 14, 2018 8:44 AM
To: Marchildon, Caroline (INFC); Gillis, Kelly (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Re: Latest Coverage: Waterfront Toronto

Thanks Caroline, do we know when Logic reached out to our MINO for the quote below?

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Marchildon, Caroline (INFC)
Sent: Sunday, October 14, 2018 8:40 AM
To: Gillis, Kelly (INFC); Campbell, Glenn (INFC)
Cc: Faraday-Smith, Nancy (INFC); Hobbs, Joshua (INFC); Eyre, Jennifer (INFC); Geerts, Line (INFC); Wronski, Michael (INFC); Tippins, Shawn (INFC)
Subject: Latest Coverage: Waterfront Toronto

Good morning,

Please find below the latest coverage on Waterfront Toronto – for CTV National News (giving profile to Jim Balsillie and "other tech entrepreneurs" concerns). Also, see The Logic's latest article – interesting to see how the messages from the three levels of government are evolving. We have met last week and are meeting again this week to discuss upcoming communications, stakeholder outreach, and messaging (alignment). Thank you.

CTV National News

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Sandie: from streets that can melt ice to towers that can block rain, canada's largest city is set to host one of the world's most advanced urban science experiments. The proposed project would transform toronto into a smart city unlike any other. But there are already fears the digital public space could come at a cost. Ctv's jon erlichman has the details.

Reporter: the plan from sidewalk labs is to turn an empty stretch of toronto's waterfront into a futuristic digital city. To build it, sidewalk, which is controlled by google's parent company, teamed up with three levels of government and received support from the prime minister. While the innovation excites some, jim balsillie, who helped turned the blackberry into a multibillion dollar business, says the relationship is too cozy between google and the canadian government. It shows how insecure our politicians are that they would let somebody -- we would self-colonize ourselves and let somebody come in and say, oh, please, take all of our economy and take control of our city.

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…>> Reporter: the plan from sidewalk labs is to turn an empty stretch of **toronto's waterfront** into a futuristic digital city. To build it, sidewalk, which is controlled by google's parent company, teamed up with three levels of government and received support from the prime minister. While the innovation excites…

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A Note About Sidewalk Labs' Advisory Council

This coming Wednesday (October 17), a number of Torontonians, members of a newly formed Advisory Council to Sidewalk Labs, will join us for lunch at 307, our exploration space and headquarters at Quayside, to learn about Sidewalk Toronto and share with us their thoughts on the project. We host visits at 307 almost every day—please come on over if you haven't yet!

Since we launched the project, we've convened a number of different groups to provide feedback, in addition to the large public consultations we've hosted. Together with Waterfront Toronto, we convened several expert advisory panels on a range of subjects, from housing to data privacy; a citizens' reference panel to represent the views of Torontonians from every part of the city and give us their reactions to our vision; and a fellows program of emerging urbanists and technologists to ask questions, suggest ideas, and express concerns. And, separately from all of this, Waterfront Toronto convened a Digital Strategy Advisory Panel to advise them on a range of matters pertaining to carrying out its role as public steward in the context of digital strategy.

This new group gathering on Wednesday is an opportunity for Sidewalk Labs to learn from a broad range of individuals and organizations across sectors. While our other advisory groups are more topic specific, this group will consider many different aspects of our plans and how they all fit together. We're hopeful that at the end of the process, members of the Advisory Council—along with those who have engaged in other contexts and venues—feel that what we're proposing should move forward, though that certainly is not a condition of participation.

We have arranged three of these meetings: next week, in January, and in April. We'll publicly share what gets discussed. This is just another way we are consulting and by no means replaces any other mode of engagement—and we're excited to hear from more and more Torontonians as we continue to develop and iterate on our ideas

John Brodhead
Director of Policy & Strategy
Sidewalk Labs

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SIDEWALK TORONTO

Responsible Data Use Policy Framework

1 May 2018
Version 0.2

WATERFRONToronto

SIDEWALK LABS

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Responsible Data Use Policy Framework

Version 0.2

Sidewalk Toronto is a joint effort by Waterfront Toronto and Sidewalk Labs to create a new kind of complete community on Toronto's waterfront that combines cutting-edge technology and forward-thinking urban design to help address major challenges of urban growth, from sustainability to affordability to economic opportunity. We believe Sidewalk Toronto can provide a global model for future cities to build on.

Data has an important part to play in bringing this vision to life. First, data can power tools that improve the day-to-day operation of a neighbourhood and make it more responsive to local needs. Second, access to data can enable the community—including researchers, startups, civic organizations, and residents—to develop new tools and services for itself, creating a virtuous cycle of urban innovation.

Cities—and businesses operating in cities—have long collected data to help address challenges and provide better services, from mapping the spread of disease to fielding noise complaints via 311 to monitoring public safety with closed-circuit cameras. Often, these efforts happen in the absence of a meaningful public dialogue or policy framework, leaving people with valid concerns about the impact on their personal privacy.

So while privacy concerns around urban data are not new, we believe that Sidewalk Toronto has a unique opportunity—and a core responsibility—to innovate not just on how data will be used, but on how its use will be governed.

Process and Guiding Principles

The Sidewalk Toronto planning process will result in a "Master Innovation and Development Plan," released at the end of 2018, that will lay out detailed programmatic plans for the waterfront. One important component of the plan will be a Responsible Data Use Policy, which will govern the collection and use of data.

To help develop this policy, and to receive guidance on a full range of issues relating to responsible data use, Sidewalk Toronto has convened a Data Governance Advisory Working Group made up of independent experts and community representatives. This group will work alongside other project advisors, including Dr. Ann Cavoukian, three-term Information and Privacy Commissioner of Ontario; Chantal Bernier, former interim Privacy Commissioner of Canada; and Waterfront Toronto's Digital Strategy Advisory Panel.

Sidewalk Toronto's Responsible Data Use Policy will build on the strong foundation established by Canadian privacy laws and aim to realize their spirit and content more fulsomely than any other project to date, as well as building on recent recommendations by federal and provincial Canadian privacy regulators. It will be a product of ongoing, comprehensive engagement and consultation with Canadian experts, stakeholders, and the public—a living document that evolves with the project itself.

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Our early work with these advisors, together with feedback gathered as part of the Sidewalk Toronto public engagement process, has led to the development of a set of principles that will inform decisions on how the community's data and information is responsibly collected, stored, used, processed, and secured:

- **Beneficial purpose.** Data collection and use should be purposeful, intentional, and tightly connected to the ultimate benefit that we are striving to achieve. We will not collect data for the sake of having data.
- **Transparent.** We will be transparent about what we are collecting and why, clearly explain the intended benefit of that data use, and communicate any changes.
- **Open.** Whenever possible and without compromising personal privacy, we will seek to make the data collected as part of Sidewalk Toronto open and accessible, with the goal to enable innovation and entrepreneurship.
- **Proactive engagement.** We will proactively engage the community on data use and will continue to listen and learn from the community as we grow and develop.
- **Community trust.** We want the community to trust that our projects, products, and services are developed with its needs in mind. Having good data-handling practices and minimizing breaches of trust is therefore integral to our development process.
- **People first.** Our people-first approach to responsible data use will apply Canadian values of diversity, inclusion, and privacy as a fundamental human right.

In addition, based on work with advisory groups and public feedback, we have determined that the Responsible Data Use Policy will have four main areas of focus:

1. **Privacy** is about individual control over how personal information is collected, used, and shared.
2. **Data stewardship** is about the use, control, ownership, and storage of data.
3. **Access to data** deals with questions of how broadly and on what terms data is made available.
4. **Data security** is about protecting data and minimizing the potential for breaches.

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Commitments and Open Questions

Our collaborative work on the first of these areas, privacy, has advanced sufficiently for us to make a number of commitments. Our work in the other areas remains in development but is being guided by some critical questions we continue to explore in consultation with the public and our expert advisory groups.

Privacy

Privacy is about individual control over how personal information is collected, used, and shared. Different rules and protections may apply to different kinds of data, depending on the extent to which individuals can be identified from the data. Sidewalk Toronto will, however, implement appropriate guidelines and policies governing the use of all data, including data that is not personal information, such as environmental data.

With respect to privacy, Sidewalk Toronto makes the following commitments:

- **We will always inform individuals of how and why their personal information is being collected and used, and we will do so in a way that is proactive, clear, and easy to understand.**
- **We will embed data privacy into everything we do from the very start, an approach known as Privacy by Design.**
- **If a service to which you opt in requires individual identification, you will have meaningful control over how your information is used. Otherwise, data that includes personal information will be "de-identified" by default—anonymized and designed not to trace back to any individual.**
- **We will seek meaningful consent from individuals and honour their choices.**
- **We will conduct privacy impact and threat risk assessments to help ensure that privacy and security risks are identified and adequately addressed in the design of new technologies and programs.**
- **We will publish summaries of the privacy implications of key initiatives in advance, as guided by the Data Governance Advisory Working Group.**
- **We will not sell personal information to third parties, or use it ourselves for advertising purposes.**

In addition to these commitments, we continue to explore several questions related to privacy, including:

- *What does "meaningful consent" look like with data collected in the public realm—for instance, with cameras located at intersections to help improve street safety?*
- *Are there some types of collection and uses of personal information that should never be considered?*
- *How can we plan to improve digital literacy so all stakeholders—including individuals, government, and companies—better understand the benefits and their choices?*

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Responsible Data Use Policy Framework

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Data Stewardship

Data stewardship is about the use, control, ownership, and storage of information. It includes considerations such as governance (who oversees decisions related to data use), data residency (where data is stored), and usage terms (how data is licensed or shared). A strong policy on data stewardship must thoughtfully balance public and individual interests.

The questions on data stewardship that we are exploring include:

- *What are some conventional approaches to data ownership in cities, and what are their strengths and weaknesses?*
- *What responsibilities come with "owning" data (such as security or infrastructure maintenance)?*
- *What are the technological, economic, and security-related advantages and disadvantages of requiring data to be stored in Canada?*
- *Are there viable innovative models of governing urban data, such as establishing a non-profit data trust that oversees decisions?*
- *If an independent entity such as a data trust were to exist, what impact might that review process have on the speed of innovation?*

Access to Data

Access to data deals with questions of how broadly and on what terms data is made available. Open access encourages participation, innovation, learning, and improvements in all aspects of public life while also discouraging lock-in around specific products or companies (including our own). To achieve that goal, Sidewalk Toronto envisions a digital platform governed by open standards, providing well-designed, well-documented, and well-supported APIs to third-party developers.

The questions on access to data that we are exploring include:

- *What processes should be used to decide what data is made public, and how can these processes address privacy and public safety concerns?*
- *How could an open data protocol for Sidewalk Toronto complement the city's existing Open Data Catalogue?*
- *How do we encourage a vibrant startup community while making sure it uses data in ways that benefit neighbourhoods?*
- *What is the right balance to strike between making data broadly available and ensuring that entrepreneurs have the necessary incentives to set up shop and develop intellectual property as part of Sidewalk Toronto?*

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Data Security

Data security is about protecting data and minimizing the potential for breaches. We will work with best-in-class security solutions and partners to protect data that has been collected, and require anyone who uses this platform to meet the same high standard of security. We will welcome third-party audits of our security and de-identification protocols.

The questions on data security that we are exploring include:

- *What are strategies for achieving both open digital infrastructure and best-in-class security?*
- *How do we make our systems easily auditable and transparent?*
- *How do we enforce a rigorous security policy without creating a barrier to entry for startups?*
- *What type of transparency should exist around security threats or breaches?*

Share Your Thoughts

We welcome your comments, questions, and feedback on this policy framework at one of our upcoming Sidewalk Toronto public consultation programs or via email at privacy@sidewalktoronto.ca.

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ATIA - 21(1)(b)
ATIA - 21(1)(a) ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: October 11, 2018 10:47 AM
To: Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC)
Cc: Ladouceur3, Natalie (INFC)
Subject: FW: Update: Waterfront Toronto - Digital Strategy Advisory Panel developments
Attachments: V2 of DSAP - QA re S Muzaffar resignation.pdf; Saadia Muzaffar - Globe and Mail.pdf; Saadia Muzaffar - Toronto Star.pdf; Saadia Muzaffar - The Logic.pdf

Importance: High

From: Geerts, Line (INFC)
Sent: October 11, 2018 10:37 AM
To: Campbell, Glenn (INFC)
Cc: Ladouceur3, Natalie (INFC)
Subject: FW: Update: Waterfront Toronto - Digital Strategy Advisory Panel developments
Importance: High

Glenn,
Will add this to Monday's meeting on Waterfront. DM would like to know how this gets addressed at next ISGC.
Thanks. Line

From: Gillis, Kelly (INFC)
Sent: October 5, 2018 1:30 PM
To: Geerts, Line (INFC) <line.geerts@canada.ca>
Subject: FW: Update: Waterfront Toronto - Digital Strategy Advisory Panel developments
Importance: High

From: Campbell, Glenn (INFC)
Sent: October 5, 2018 1:30:07 PM (UTC-05:00) Eastern Time (US & Canada)
To: Gillis, Kelly (INFC)
Cc: Eyre, Jennifer (INFC); Faraday-Smith, Nancy (INFC)
Subject: Update: Waterfront Toronto - Digital Strategy Advisory Panel developments

Deputy,
Further to the heads-up provided yesterday about the resignation of Saadia Muzaffar, a member of Waterfront Toronto's Digital Strategy Advisory Panel, attached please find a briefing package that Waterfront has shared with IPI as well as INFC Communications branch. Also attached are three news articles from today (Globe & Mail, Toronto Star and The Logic). Some things to highlight:

- Media narrative is characterizing this as part of a larger problem within Waterfront, e.g., Ms. Muzaffar is the third DSAP member to resign [redacted]
- Waterfront Toronto's key messages include that: the panel is still in its infancy; the panel has yet to see specific proposals under the MIDP Master Innovation and Development Plan (MIDP) which they will be asked to help inform/address; and, Waterfront management will work with panel members to make sure the DSAP can achieve what it set out to do
- Interim DSAP Chair Michael Geist and Acting CEO Michael Nobrega both issued statements about the resignation, which were picked up in the media coverage. Their statements reinforce DSAP and Waterfront's commitment to shaping digital and data policy in the public interest.

We will continue to work with Waterfront and track this development closely.

From: Faraday-Smith, Nancy (INFC) <nancy.faraday-smith@canada.ca>
Sent: Thursday, October 4, 2018 2:52 PM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); Mitchell2, Lisa (INFC)
Subject: Waterfront Toronto - Digital Strategy Advisory Panel developments

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Glenn –
As previewed a short time ago when we spoke, Saadia Muzaffar (co-founder of Tech Reset Canada) resigned this morning from Waterfront Toronto's Digital Strategy Advisory Panel (DSAP), apparently citing concerns over the public consultation process and transparency (e.g., some (not all) of the DSAP meetings have been closed door). I've spoken with Waterfront and asked that they keep us apprised on how this unfolds and their approach to addressing. The province of ON and the City are also aware.

- DSAP was established by Waterfront in April 2018 as an arms-length body intended to help guide Waterfront on how best to incorporate data privacy, digital systems, and the safe and ethical use of new technologies in the next phase of waterfront revitalization. The Panel will initially advise Waterfront Toronto on policies and strategies related to the Quayside project that was launched in Fall 2017. Michael Geist, Law Professor, UofO is the Interim Chair. The Panel first met on June 7, 2018 and has met publicly a handful of times since then (June 25, August 16).

I'll update you on any further developments as they come in.
Nancy

Nancy Faraday-Smith

Acting Director, Investment, Partnerships and Innovation
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Directrice intérimaire, Direction générlae des investissements, des partenariats et de l'innovation
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Issue: Digital Strategy Advisory Panel Resignations

Today Waterfront Toronto received notice of resignation from Saadia Muzaffar, effective immediately. She is the third panelist to resign since the panel was announced on April, 27, 2018:

- Saadia Muzaffar, Founder, TechGirls Canada, and Co-founder, Tech Reset Canada
  Resignation Date: October 4, 2017

- Darin Graham, former Head of Canadian AI Operations, Samsung
  Resignation Date: August 27, 2018

- John Ruffalo, former CEO, OMERS Ventures
  Resignation Date: July 25, 2018

What is the Digital Strategy Advisory Panel (DSAP of the panel)?

The panel is an arms-length body, convened to make recommendations to Waterfront Toronto on how best to incorporate data privacy, digital systems, and the safe and ethical use of new technologies into our revitalization projects. The panel is in its infancy, having met only three times to date.

Why did Ms. Muzaffar resign?

Ms. Muzaffar submitted a lengthy letter expressing dissatisfaction with her perceived lack of discussion and consultation around potential digital technology solutions and issues related to the Quayside project.

Why did the others resign?

Mr. Graham resigned for personal reasons and John Ruffalo resigned to avoid any perception of a conflict of interest given his long-time working relationship at OMERS with Acting Waterfront Toronto CEO Michael Nobrega.

Key Messages:

- The issues raised by Ms. Muzaffar are the types of issues the DSAP is intended to help Waterfront Toronto address, however, the Panel has not been tasked to review any proposals arising from the Quayside project
- However, it is still early in the process and potential solutions to be proposed by Sidewalk Labs as part of the Master Innovation and Development Plan (MIDP) have not yet been brought forward to Waterfront Toronto and therefore to the panel
- A draft of the MIDP is not expected until early 2019 and will be followed by public consultation
- Waterfront Toronto is presently planning public engagement events (called Civic Labs) focused on data governance and Intellectual Property ownership. It is expected that governments will also participate in these events. DSAP members are aware that planning for these Civic Labs is underway.
- The panel is in its infancy having held only three meetings to date.

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- The Interim Chair of the Panel will be working with management and panel members to to make sure that the DSAP can achieve what it set out to do, namely to provide expert advice on emerging issues related to privacy and data ownership.
- It is important to keep in mind that the work being undertaken by Sidewalk Labs will result in a proposal that remains subject to review and approval by the Board of Directors of Waterfront Toronto, and the consideration of governments.

QUESTIONS AND ANSWERS

Q. Why are members of Waterfront Toronto's own panel jumping ship? Is it true that WT is in over its head?

- This panel augments Waterfront Toronto's existing team and will help to ensure an ongoing focus on best practices, broader community benefits, and that the public good remains at the centre of our work.
- The Corporation also relies on external advice from leading experts in the fields of privacy and IP including a former Federal Privacy Commissioner, Chantal Bernier.

Q. Is it possible for this panel to become functional and serve its intended purpose?

- Management and the Interim Chair of the Panel will be working with panel members to consider the best way forward and how the panel will fulfil its important and intended purpose.

Q. Did you anticipate that data and privacy would be as big an issue as it has become?

- We have always recognized there are important and complex issues and concerns related to digital governance, including data ownership, privacy, and the ethical use of technology.
- We invested time to speak with subject matter experts from academia, all orders of government, the civic technology community and legal experts to help inform our approach to address digital governance.
- Included in this diligence, we retained the former federal Privacy Commissioner, Chantal Bernier as a member of our independent external legal team, and George Takach, a senior partner with McCarthy Tétrault, to advise us on elements of the project relating to intellectual property.
- Now we are convening this panel to further strengthen our expert advisory capacity.

Q. How does this relate to the potential national data strategy?

- As a tri-government organization, Waterfront Toronto looks forward to having the work of this panel contribute to the discussions locally, provincially and nationally to create a broader set of policies that could ultimately inform a national data strategy.
- In many ways, the work of the Digital Strategy Advisory Panel, and of Waterfront Toronto more generally, will serve as a testbed or incubator for policies that can be adopted in other provinces and around the world.

Q. How did you select the members?

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- In selecting the panelists, we looked for leading experts from across Canada, and the world, who have experience across the various disciplines that the panel will be discussing. For example, this includes disciplines such as ethical use of technology, privacy, cybersecurity, and data governance. Panelists have a diverse set of experiences and are willing to engage in informed conversations on these matters.

How do you hope to fill the vacancies on the panel?

- We aim to fill the vacant positions as we identify areas of expertise that would complement the panel.
- We are hoping to hear from industry and the civic tech community to ensure that their voices are also included.
- We also want to ensure that there is a diversity of voices on the panel, including a youth perspective.

What do you make of the criticisms related to Sidewalk Labs and the collection of data and use of technology?

- Waterfront Toronto's objective in establishing this panel is to ensure a thoughtful and critical approach to the many opportunities that will be brought forward by Sidewalk Labs, and other parties, to advance the technology/innovation environment that has been a part of Waterfront Toronto's intelligent community initiatives.
- We appreciate the critical feedback received so far, and acknowledge that there is a significant amount of work to be done in these areas to ensure that the public interest is preserved and advanced through this initiative.
- We are confident that this panel will add an important level of critical discourse to the work that is being done to prepare the Master Innovation and Development Plan.

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Statement from Waterfront Toronto on the Digital Strategy Advisory Panel (DSAP)

In April, 2018, Waterfront Toronto assembled Canada's leading experts on digital technology, privacy and governance. Waterfront Toronto's Digital Strategy Advisory Panel's (DSAP) mandate is to help guide the Corporation on how best to incorporate data privacy, digital systems, and the safe and ethical use of new technologies in the next phase of waterfront revitalization, most specifically at Quayside.

"We are committed to helping shape the future of data and digital policy in Canada, and I will be working with Waterfront Toronto and my fellow panel members to make sure that the DSAP can achieve what it set out to do, namely to provide expert advice on emerging issues related to privacy and data ownership" said Interim Chair Michael Geist. "The panel is in its early days and now is the time to get it right." Geist added.

"We are unwavering in our commitment to serving the public interest and look forward to receiving the advice of the panel." said Michael Nobrega, Acting CEO of Waterfront Toronto. "We are also well supported by external privacy and legal experts including a former Federal Privacy Commissioner, and continue to welcome the comments and interest of a broad base of community members."

The next meeting of the DSAP will be October 18, 2018.

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THE GLOBE AND MAIL

Globe and Mail | Report on Business | B6

Entrepreneur quits as Waterfront Toronto adviser over Sidewalk Labs concerns

Josh O'kane

Saadia Muzaffar, the founder of TechGirls Canada, is resigning from **Waterfront Toronto's** Digital Strategy Advisory Panel, arguing the tripartite government agency does not share her "urgency and concern" about its partnership with Sidewalk Labs to develop a digital-first neighbourhood in **Toronto**.

In a copy of Ms. Muzaffar's resignation letter obtained by The Globe and Mail, she writes that in the Sidewalk partnership, "**Waterfront Toronto's** apathy and utter lack of leadership regarding shaky public trust and social licence has been astounding." She expresses frustration that the agency's leadership has dodged questions about data and digital infrastructure from Torontonians and the media, including a Globe story on a document that showed Sidewalk had been seeking sole ownership of design-related intellectual property in its procurement process.

Ms. Muzaffar confirmed the resignation but declined to immediately comment. John Ruffolo, the long-time chief executive of the venture arm of the Ontario Municipal Employees Retirement System - whom The Globe reported last week was leaving that post - also resigned from the panel earlier this summer.

Sidewalk is a division of Alphabet Inc., the parent company of **Google** and one of the world's biggest data-hungry companies. As details of Sidewalk and **Waterfront Toronto's** proposed **Quayside** development have emerged over the past year, numerous critics have challenged the details, or lack thereof, regarding how the two entities will share data and spur made-in-Canada innovation.

Ms. Muzaffar is a **Toronto** entrepreneur who champions diversity in technology, including through her work with TechGirls Canada, a not-for-profit trying to reduce barriers for women in the science, technology, engineering and math fields. She also co-founded Tech Reset Canada, which seeks to reframe innovation with a focus on citizens and support greater access to public data gathered by private companies. Those concerns are regularly raised by critics of Sidewalk Labs, including the open-data advocate Bianca Wylie, another Tech Reset co-founder.

With **Waterfront Toronto's** Sidewalk partnership, her letter continues, "We find ourselves forced into a disorienting loop where resident and local, national, and global tech community concerns are ignored, and willful misdirection has thus far been endorsed through **Waterfront Toronto's** silence."

Waterfront Toronto did not comment directly on the resignation itself, except to say the digital-strategy panel was in its early days and had not yet had any technology available for panel members to review. "We are unwavering in our commitment to serving the public interest and look forward to receiving the advice of the panel," the agency's acting CEO, Michael Nobrega, wrote in a statement.

Waterfront Toronto and Sidewalk Labs formed a partnership just under a year ago to explore a potential 12-acre "**smart city**" development on the city's **waterfront**, pitching it as a data-driven reimagining of urban planning.

As criticisms began rising over privacy and Canadians' capacity to innovate with **Quayside** data, the government agency announced the Digital Strategy Advisory Panel last April to "to help guide **Waterfront Toronto** on how best to incorporate data privacy, digital systems and the safe and ethical use of new technologies in the next phase of **waterfront** revitalization."

A string of prominent Torontonians has left **Waterfront Toronto** teams in recent months, including Ms. Muzaffar and Mr. Ruffolo.

The developer Julie Di Lorenzo resigned from its main board this summer, later telling The Globe the government agency was "relinquishing our voice to Sidewalk Labs."

Ms. Muzaffar called the resignation a difficult decision, writing that, "As the only person of colour on a panel that doesn't even have Indigenous representation to my knowledge, representing public interest for a city as diverse as **Toronto**, I do so with a very heavy heart."

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News

Digital advisors criticize Waterfront Toronto following high-profile resignation

By Amanda Roth Last updated 16 hours ago

Multiple members of the panel advising Waterfront Toronto on its proposed smart city development are speaking out in support of a member who resigned in protest Thursday morning.

The resignation places further pressure on Waterfront Toronto and Sidewalk Labs, the Google sister company seeking to build the smart city, to address data and privacy concerns ahead of the final agreement.

In a strongly-worded resignation letter, Saadia Muzaffar, founder of TechGirls Canada, criticized Waterfront Toronto's lack of leadership and failure to address the concerns.

"Saadia's resignation is a tremendous loss for the [panel]," said Pamela Robinson, an associate professor of urban planning at Ryerson University who sits on the now 13-member Digital Strategy Advisory Panel (DSAP). "Her experience and point of view were vital to a robust interrogation of the myriad data ownership, control, access and possession issues this project presents.

"The points raised in her resignation letter are important for us to tackle moving forward," said Robinson.

Muzaffar is the fourth person to resign from Waterfront Toronto or one of its advisory panels since July. Every resignation was, in part, related to the Sidewalk Toronto development.

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Muzaffar's letter, first reported by *The Globe and Mail*, raises concerns regarding the lack of information provided to the panel about how data collected on Toronto residents will be used.

"The most recent public roundtable in August displayed a blatant disregard for resident concerns about data and digital infrastructure," reads Muzaffar's letter.

Earlier Thursday, *The Logic* reported that Waterfront Toronto is being audited by the Auditor General of Ontario. A source with knowledge of the audit said it is looking closely at the Sidewalk Toronto partnership.

Andrew Clement, fellow panel member and professor emeritus at the University of Toronto's faculty of information studies, echoed Muzaffar's concerns around how the parties are approaching data governance. He said there has been a "serious avoidance on [Sidewalk Toronto's] part, given how fundamental data and the digital layer are to their whole proposal."

Clement also noted that the lack of clarity around Sidewalk Toronto's business model is "troubling, since that's largely what drives the development.

"I would reconsider my role on the panel if there isn't a really substantive response and, of course, then substantive improvement," he said.

Talking Point

Professors Andrew Clement and Pamela Robinson echoed some of the concerns outlined by Saadia Muzaffar, the TechGirls Canada founder who resigned in protest from Waterfront Toronto's Digital Strategy Advisory Panel. The resignation places further pressure on Waterfront Toronto and Sidewalk Labs to address data and privacy concerns ahead of the final agreement.

Carlo Ratti is another member of the panel who shares some of Muzaffar's concerns. Ratti is an MIT professor who directs the school's Senseable City Lab; his studio designed the Dynamic Street prototype touted by Sidewalk Labs.

"My suggestion is that Saadia's letter is the starting point for discussion at the next committee meeting," Ratti said.

Panel member Mark Wilson, a former IBM executive and former chair of Waterfront Toronto, told *The Logic* he is optimistic that many of Muzaffar's concerns will be addressed before the final agreement.

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"I don't think that has been settled yet in any way," Wilson said. "I think the IP issues and ownership issues are still to be addressed in the [final agreement].

"To say, today, that they have not been addressed is really unfair."

Muzaffar is the second person to resign from the advisory panel. John Ruffolo, former CEO of OMERS Ventures, resigned in July, citing a "vague and broad" non-disclosure agreement.

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"I am still unclear what exactly the nature of the confidential matters might be and I cannot sign such a vague and broad agreement as I do not even know exactly what I am agreeing to," Ruffolo wrote in his resignation letter.

Will Fleissig stepped down as CEO of Waterfront Toronto in July. At the time, sources told *The Logic* there were internal tensions regarding his communications with the board and his oversight of a decision to allow Sidewalk Labs personnel to temporarily occupy office space in the Waterfront Toronto headquarters.

Later that same month, leading developer Julie DiLorenzo resigned from Waterfront Toronto's board of directors, citing concerns surrounding the Sidewalk Toronto partnership.

Muzaffar's resignation letter calls for greater accountability from Waterfront Toronto and Sidewalk Labs.

"My gravest concern is that while the panel is showing up in good faith, I have yet to see evidence that Waterfront Toronto shares the urgency and concern that has been raised in multiple fora—as evident through how the public meetings continue to be run, who is running them, and what is consistently left unsaid and unaddressed," she wrote.

The DSAP was assembled by Waterfront Toronto in April 2018 to help guide the organization on its approach to data privacy, digital systems and the ethical use of new technologies in the

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revitalization of Toronto's waterfront, most urgently for the Quayside smart city development.

"We are committed to helping shape the future of data and digital policy in Canada, and I will be working with Waterfront Toronto and my fellow panel members to make sure that the DSAP can achieve what it set out to do, namely to provide expert advice on emerging issues related to privacy and data ownership" said interim panel chair Michael Geist. "The panel is in its early days and now is the time to get it right."

"We are unwavering in our commitment to serving the public interest and look forward to receiving the advice of the panel," said Michael Nobrega, acting CEO of Waterfront Toronto. "We are also well supported by external privacy and legal experts including a former Federal Privacy Commissioner, and continue to welcome the comments and interest of a broad base of community members."

The next meeting of the DSAP will be October 18. The final agreement, called the Master Innovation and Development Plan, is expected to be completed by spring 2019 before going to both Waterfront Toronto and Sidewalk Labs' boards for approval.

#Sidewalk Labs #Waterfront Toronto



Ontario auditor general conducting audit of Waterfront Toronto

By Amanda Roth



Estimates show Waterfront Toronto's portion of land, sought by Google's sister company, worth over half a billion dollars

By Amanda Roth

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TORONTO STAR

Toronto Star | Greater Toronto | GT1

Tech expert resigns from panel on Sidewalk Toronto

STEM advocate said she doesn't want to see a U.S. company control the project's data

Donovan Vincent Housing Reporter

A member of an expert panel guiding **Waterfront Toronto** on Sidewalk Labs' "**smart city**" proposal has resigned in large part because she wants to see the city, rather than a private company, control potentially valuable data linked to the project.

On Thursday, tech entrepreneur Saadia Muzaffar became the second member to recently resign from the advisory panel, formed in late April to assist **Waterfront Toronto** with how best to deal with data privacy issues, digital systems, as well as ethical and safety issues around the use of technology in its Sidewalk **Toronto** plan - a partnership with Manhattan-based Sidewalk Labs, an urban innovation firm and sister company of **Google**.

Muzaffar, a founder of TechGirls Canada, a hub promoting women in science, technology, engineering and math (STEM), resigned her position on the panel amid her concerns that financial benefits stemming from the project will all go to a U.S. company - Sidewalk Labs - rather than local innovators or the general public.

In her resignation letter, she blasted **Waterfront Toronto**, a corporation representing the city, province and **federal** governments, for showing "apathy and an utter lack of leadership" on the Sidewalk **Toronto** project.

"The most recent public roundtable in August displayed a blatant disregard for resident concerns about data and digital **infrastructure**," she said in her letter. Muzaffar said she wants to see the data around Sidewalk **Toronto** end up in the hands of the City of **Toronto**.

The plan, which calls for a city of the future featuring data-driven technology to improve the life of residents, has already garnered some controversy over privacy concerns and who will control the data and the "digital **infrastructure**" generated from the project.

"There is nothing innovative about city-building that disenfranchises its residents in insidious ways and robs valuable earnings out of public budgets," she said in the letter.

In a telephone interview Thursday, Muzaffar said she feels that **Waterfront Toronto's** responsibility to the public as guardian in the Sidewalk plan is being undermined by Sidewalk Labs, whose duty is to their shareholders and profits.

"Sidewalk is a vendor. You can't design public policy with a vendor," she told the Star.

Muzaffar, a "tech activist" and co-founder of Tech Reset, a "pro-growth, pro-innovation group" that monitors how urban data is collected and turned into a commodity, is the second member to step down from the advisory panel, which originally included 15 leading experts in Canada on digital technology, privacy and governance.

Two members of **Waterfront Toronto's** senior leadership also resigned recently amid tensions surrounding Sidewalk **Toronto**.

Muzaffar said when she first came on the panel she was "open minded" about the process, but has since been turned off by **Waterfront Toronto's** "anti-democratic" public engagement process regarding Sidewalk **Toronto**.

Dan Levitan, a spokesperson for Sidewalk Labs, said Thursday that the "panel is independent from (Sidewalk) and the resignation of a long-standing critic of the project is not a surprise. But we take seriously questions about data and expect in the months ahead to present and consult with the public on a comprehensive plan for data collection, use, and governance."

Michael Geist, a law professor at the University of **Ottawa** where he is Canada research chair in internet and e-commerce law, said the panel's work will continue.

"We are committed to helping shape the future of data and digital policy in Canada, and I will be working with **Waterfront**

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Toronto and my fellow panel members to make sure that (the panel) can achieve what it set out to do, namely to provide expert advice on emerging issues related to privacy and data ownership," Geist said in a statement. Added Michael Nobrega, acting CEO of **Waterfront Toronto**: "we are unwavering in our commitment to serving the public interest and look forward to receiving the advice of the panel."

He went on to say, "we are also well supported by external privacy and legal experts."

In May, Sidewalk Labs released a responsible data use policy framework, including a promise to make data collected as part of the project "open and accessible" without breaching privacy.

In terms of data stewardship, Sidewalk says it continues to explore "conventional approaches to data ownership in cities, the responsibilities that come with "owning" data, the technological and economic advantages of storing data in Canada, and innovative models of governing urban data, such as establishing a non-profit data trust.

2018 Toronto Star (ON)

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Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: October 10, 2018 9:34 PM
To: Eyre, Jennifer (INFC); O'Grady, Tammy (INFC)
Cc: Faraday-Smith, Nancy (INFC); Ladouceur3, Natalie (INFC); Tippins, Shawn (INFC); Mitchell2, Lisa (INFC)
Subject: Oct 15 meeting with Dan Doctoroff - NFS
Attachments: Oct 15 meeting with Dan Doctoroff - NFS.DOC

Good evening, sorry for delay, this note for MINO got moved up in timing. So we turned around as fast as possible.
Understand the meeting venue and time has changed.
Happy to adjust as necessary.

G

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SCENARIO NOTE TO THE MINISTER

MEETING BETWEEN MINISTER OF INFRASTRUCTURE AND COMMUNITIES AND DAN DOCTOROFF, CEO, SIDEWALK LABS

MEETING DETAILS

- **DATE/TIME**: Monday, October 15, 2018, (Time TBC)
- **LOCATION**: Fortune Global Conference, Toronto (Location TBC)
- **PARTICIPANTS**:
  - The Honourable Francois-Philippe Champagne, Minister of Infrastructure and Communities
  - Dan Doctoroff, Chief Executive Officer, Sidewalk Labs (see Bio in Annex A).

PURPOSE

- To learn about Sidewalk Lab's (Sidewalk) plans to reimagine Toronto's eastern waterfront as a smart city pilot, and how they see this vision being adopted in areas across Canada.

HIGHLIGHTS/KEY CONSIDERATIONS

- Sidewalk is working with Waterfront Toronto on a development plan that would see the eastern waterfront Quayside area become a new technology-enabled neighbourhood where digital solutions and forward-thinking urban design could be tested and applied to improve the quality of life for people in cities.

- This meeting presents an opportunity to learn how the Quayside project is unfolding in collaboration with Waterfront Toronto, and Sidewalk plans for public engagement on key aspects of the Quayside plan (e.g., data collection, governance, ownership as well as privacy) in advance of completing the Master Development and Innovation Plan (MIDP) in early 2019. See introductory letter from Mr. Doctoroff in Annex B.

- Sidewalk's broader vision as a company is to "blend people-centered urban design with technology to achieve new standards of sustainability, affordability, mobility, and economic opportunity" and they have signalled interest in partnering with governments on this vision.

- Quayside is one of two major initiatives being undertaken by Waterfront Toronto. The other is the Port Lands flood protection project, for which a contribution agreement representing the federal, provincial, and municipal governments' commitment of $1.25 billion was signed on May 1, 2018, and will unlock a much larger piece of real estate for future development.

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KEY BACKGROUND

- Waterfront Toronto is an independent agency created in 2001 under provincial statutes by Canada, Ontario and the City of Toronto to manage the Toronto Waterfront Revitalization Initiative. SWL was created by Google's parent company Alphabet in 2015 to design, test, and build urban innovations.

- In a November 2017 announcement attended by the Prime Minister, Waterfront Toronto selected SWL as a funding and innovation partner to develop Quayside, a small geographic area on the waterfront, following a public and global RFP process.

- Under an agreement between Waterfront Toronto and Sidewalk, the company has committed $50 million towards fully developing a long-term development plan for Quayside. No lands or other rights have been committed to Sidewalk and the terms of the Project Development Agreement (PDA) allow for a process to work on a plan for development.

- Sidewalk will also consider moving Google Canada's headquarters to the waterfront area as an anchor for the urban innovation cluster, and has committed to promoting innovation in Toronto through establishment of a new institute. Waterfront will need to take any development plan before the three orders of government should there be need for specific approvals of initiatives under the plan.

- While Sidewalk, working with Waterfront, has engaged with the public on early aspects of its development proposal, there are still many uncertainties about the Sidewalk plans at this early stage. While there are many debates on topical issues, plans have yet to be fleshed out for data collection and governance, prompting vocal concerns around privacy, data governance, procurement/intellectual property and the privatization of urban planning. On the other hand many supporters point to the benefit of positioning Toronto at the leading edge of experimentation and urban innovation, as well as setting new benchmarks for digital governance. This innovation and technology adoption is happening and this project potentially allows for Canada to actively participate and gather experience and intelligence on how policy frameworks may need to adapt to changing realities.

- As it may pilot first-to-market technologies, the Quayside project is expected to generate much larger, at scale, proposals that will need to be weighed against current policies at federal, provincial and municipal level. More broadly it may test the balance between fostering innovation and appropriate frameworks for public trust, namely digital governance laws and regulations.

- Both Waterfront Toronto and Sidewalk Toronto have been encouraged to be highly attentive to public consultation, transparency and outreach during the planning phase and to establish appropriate bodies to provide guidance, such as the Waterfront's Digital Advisory Panel that will help identify and frame policy issues that will arise under the planning for Quayside.

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PROPOSED TALKING POINTS/PROPOSED QUESTIONS

- The Quayside project undertaken by Waterfront Toronto is a very exciting and ambitious project to promote innovation and advanced urban planning to produce better outcomes for the communities.

- Key to any successful outcome will be public support during both the planning phase and eventually when a master innovation and development plan comes forward for consideration. Public engagement as well as openness and transparency are important to the government partners that oversee Waterfront Toronto.

- Sidewalk Toronto, working with Waterfront, should continue to engage the public and leverage expertise as needed on all aspects of the Quayside proposal, given the cutting edge technology and smart infrastructure potential, but also given the concerns over the role technology plays in the lives of citizens now and in the future.

- We look forward to seeing the components of the full plan, and its strategy for balancing innovation and public trust. Waterfront Toronto, as an independent agency, will ultimately need to come forward to its government stakeholders on the plan for Quayside, and frankly the wider waterfront vision.

- As you know, my colleague Minister Bains is leading public consultations on the ways digital technology and a data-driven economy are affecting Canadians, as the Government of Canada is thinking hard on appropriate policy frameworks to support innovation but also protect privacy of Canadians.

Questions

- What is the overall magnitude of the investment that Sidewalk and Alphabet may be considering for the Toronto waterfront should governments approve a plan? What roles will Sidewalk envision playing itself, including infrastructure investment?

- Are you able to shed light on how the plan is coming together and the process you are following in collaboration with Waterfront Toronto?

- What are the key challenges and impediments you see in developing the plan and creating sufficient public and government support to make it a reality?

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Mr. Dan Doctoroff
Chief Executive Officer, Sidewalk Labs



Dan Doctoroff is Chairman and Chief Executive Officer of Sidewalk Labs. Prior to joining Sidewalk Labs, Dan was President and Chief Executive Officer of Bloomberg L.P., the leading provider of news and information to the global financial community. During the seven years that he led the company, despite the 2008 financial crisis, Bloomberg's organic revenues nearly doubled.

Prior to joining Bloomberg L.P., Dan served as Deputy Mayor for Economic Development and Rebuilding for the City of New York. With Mayor Michael R. Bloomberg, Dan led the city's dramatic economic resurgence, spearheading the effort to reverse New York's fiscal crisis after 9/11 through a five-borough economic development strategy. This plan included the most ambitious land-use transformation in the city's modern history; the rebuilding of the World Trade Center site; the largest affordable housing program ever launched by an American city; and the formation of new Central Business Districts and Industrial Business Zones. Dan also oversaw the creation of PlaNYC, New York's path-breaking sustainability plan.

Before joining the Bloomberg administration, Dan was Managing Partner of the private equity investment firm Oak Hill Capital Partners. While at Oak Hill, Dan founded NYC2012, the organization that spearheaded efforts to bring the Olympic Games to the city.

Dan serves on the Boards of the University of Chicago, World Resources Institute, United States Olympic Committee, Bloomberg Philanthropies and Human Rights First. He is the founder of Target ALS, which raises funds for and has established a new model of collaboration to advance ALS research. He is a founder and chairman of Culture Shed, an innovative new cultural institution at the Hudson Yards in Manhattan.

Dan is a graduate of Harvard College and The Law School at the University of Chicago.

A native of Michigan, Dan has lived in New York for the past 32 years with his wife, Alisa. The Doctoroffs have three grown children.

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Renshaw, Brett (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: September 26, 2018 9:55 AM
To: Tippins, Shawn (INFC); Campbell, Glenn (INFC)
Cc: Mitchell2, Lisa (INFC)
Subject: RE: Quayside will benefit Canada, says former Alphabet chair
Attachments: CCI CEO Summit - October 23rd - CCI CEOs

Thanks Shawn.

- Benjamin Bergen, executive director of the Council of Canadian Innovators, said in an email that his group of more than 100 fast-scaling Canadian companies remained concerned about Sidewalk's IP ownership requests. "There is still no strategy in place to see wealth generation for the Canadian economy," Mr. Bergen wrote. "The benefits of Canadian IP and data from our cities should generate billions for our economy."

Glenn: of note, Benjamin Bergen is part of the CCI CEO Summit taking place in Ottawa on October 23rd. You'll recall that CCI [redacted] extended an invitation to you and Gerard to meet with a dozen or so tech CEOs as part of their Summit day (see attached). On that front, I believe [redacted] still waiting for confirmation from you re: that invitation. If helpful, I can RSVP on your behalf and work with Nathalie to make sure it's in your calendar.

From: Tippins, Shawn (INFC)
Sent: September 26, 2018 7:26 AM
To: Faraday-Smith, Nancy (INFC) ; Campbell, Glenn (INFC) ; Mitchell2, Lisa (INFC)
Subject: Quayside will benefit Canada, says former Alphabet chair

https://www.infomedia.gc.ca/infrastructurecanada/en/2018/09/26/214494935

Sent from my BlackBerry 10 smartphone on the Rogers network.

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From: [redacted]
To: Campbell, Glenn (INFC); Peets, Gerard (INFC)
Cc: Faraday-Smith, Nancy (INFC); [redacted]
Subject: CCI CEO Summit - October 23rd - CCI CEOs
Date: September 18, 2018 4:21:31 PM

ATIA - 19(1)

Good afternoon Glenn and Gerrard,

I hope this finds you well. On October 23rd, the Council of Canadian Innovators is holding its 2nd CEO Summit in Ottawa. The event is a large series of meetings with policy makers to discuss horizontal topics such as capital/customers/talent but also verticals including data strategies. 85 tech CEOs are currently scheduled to participate.

The Smart Cities session will include the usual suspects from ISED, CIO strategy Council and others.

My email today is to ask if you can attend the Smart Cities session on October 23rd, so that we can further advance the public-private dialogue on national Smart Cities strategy. The meeting will take place at the Shaw Centre from 1400-1515. In advance of the meeting, I will a list of confirm the location, as well as the meeting's participants and provide biographies of the CEOs who will be present and we will pull together an agenda for the meeting to share with you in advance as well.

I look forward to hearing from you,

[redacted]

[redacted]
Council of Canadian Innovators
[redacted]

Follow CCI on Twitter: @CADinnovators

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: September 6, 2018 5:31 PM
To: Faraday-Smith, Nancy (INFC); Tippins, Shawn (INFC)
Subject: FW: Follow Up WFT
Attachments: Item 4.1- Overview Summary Memo.doc; MEM_Quayside Outreach and Marketsounding_November 2017_VER_004_FNL.PDF

For records

From: Edward Chalupka [redacted]@waterfrontoronto.ca]
Sent: December 21, 2017 2:35 PM
To: Campbell, Glenn (INFC)
Cc: William Fleissig
Subject: Follow Up

Glenn –

Thanks again for taking the time to meet with Will and I on Tuesday and providing us with an update on the current status of the Bank.

As promised I am following up with a few documents we discussed at our meeting:

1. A copy of the Quayside Funding and Innovation Partner Framework Agreement summary (attached)

2. Our very recently approved corporate pan – See link below
http://waterfrontoronto.ca/nbe/wcm/connect/waterfront/edd1b158-e085-4ef6-9c89-03058e188dbc/WT+Corporate+Plan+18-19_FINAL+APPROVED.pdf?MOD=AJPERES&CONVERT_TO=url&CACHEID=edd1b158-e085-4ef6-9c89-03058e188dbc
3. Another Quayside memo that outlines our RFP and market sounding/outreach process (also attached).

As a next step we would like to arrange for a time to have you and some of your colleagues meet with us and the Sidewalk Labs team in the new year either in Toronto or Ottawa. We will reach out to your office in early 2018 to schedule something.

Happy Holidays and I hope you have a restful break.

Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted]
[redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

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of the *Access to Information Act*

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La/les page(s) 585 à 590
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conformément aux dispositions de paragraphe
20(1)(b) & 20(1)(d)
de la *loi sur l'accès à l'information*

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MEMORANDUM

To: Quayside Committee of Waterfront Board of Directors
From: Kristina Verner
Cc: William Fleissig, Meg Davis, Marisa Piattelli, Ian Beverley, Kevin Newson, Erik Cunnington
Date: December 7, 2017
Re: CONFIDENTIAL: Quayside Innovation and Funding Partner RFP Outreach & Market Sounding

---

On March 17, 2017 Waterfront Toronto released the Quayside Innovation and Funding Partner Request for Proposal ("RFP") to the market through local, national and international channels. The Partner was selected through a competitive RFP process which was guided by a Steering Committee, Process Manager and Fairness Advisor.

During the year leading up to the creation of the RFP, market research, including market sounding interviews were conducted. These two-hour sessions with individual companies and organizations included a standardized presentation on the vision and objectives of the Quayside project, as well as a structured dialogue to understand the market's enthusiasm for this innovative approach. Meetings were held with over 50 companies or institutions. A comprehensive list has been included as **Appendix 'A'**.

As part of the broader outreach, Waterfront Toronto also hosted the "Going to Scale Summit" on November 11, 2016 to further validate the key findings and approaches from the market soundings for the Quayside Innovation & Funding Partner RFP. Organizations in attendance at the Going to Scale Summit have been provided in **Appendix 'B'**. To ensure that all parties had access to the same information as it evolved during the market sounding process, Waterfront Toronto representatives provided an updated presentation prior to the blackout period for those companies and organizations that had been interviewed during the earliest stages of the market sounding process and had expressed an interest to be informed of the process.

After drafting and legal review of the document, the RFP was released on March 17, 2017. At this point a *strict procurement black-out period was in effect for the duration of the procurement process*. This blackout ensured that the Corporation's procurement process was fair, open and transparent to all Proponents, there was no communication between the Corporation, its consultants or contractors and the Proponents apart from the RFP procurement contact (the "Process Manager") noted in the RFP document during the blackout period.

The RFP was broadly disseminated and promoted through a variety of methods, including MERX (Canada's electronic tendering service). Additional promotional methods selected were intended to gain as broad and international a distribution and circulation as possible, including:

- Canada News Wire (Canadian Comprehensive Technology Package): National distribution;
- Intelligent Community Forum Canada Newsletter – Distribution to 1,400+ tech companies and economic development professionals across Canada;
- MIPIM (largest global real estate trade show held in Europe): presentations to international audiences, including keynote plenary;
- UK Property Forum: distribution to over 60,000 members; and,

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- LinkedIn: targeted campaign to an international audience (including UK, UAE, France, Germany, Netherlands, Singapore, Hong Kong). Total impressions of approximately 61,500.
- Waterfront Toronto: promoted across all digital and social media channels.

In addition, there was significant media coverage of the RFP release including:

- The Globe and Mail
- BNN (Business News Network)
- Bloomberg Canada News
- Metro News
- Daily Commercial News

An optional meeting for potential bidders on March 30, 2017 which included the companies below. This is not a comprehensive list as six companies in attendance requested that their identities not be disclosed by way of returning a signed Opt-Out letter.

- AECOM
- China State Construction
- Consulate of Sweden (Toronto)
- Entuitive
- Great Gulf
- White Arkitekter Anna Kerr
- IBM Canada Innovation Office
- Plan Group
- Smith + Andersen
- Stand Development & Consulting, Inc.

Process

The Partner was selected through a Request for Proposal (RFP) with a Best and Final Offer (BAFO) process. This multi-stage process, provides flexibility of multiple discussions through Commercially Confidential meetings and negotiations. A summary timeline of key dates of the process has been included as **Appendix 'C'.**

In addition to the Evaluation Committee, the process was overseen by a Steering Committee comprised of Waterfront Toronto Board of Directors and executive team representatives, as well as external subject matter experts with deep experience in sustainability, resilience, urban innovation, entrepreneurship and urban planning.

The major steps in this RFP process were as follows:

1. Issuance of RFP to market (local, national and international)
2. Initial Submissions by Proponents
3. Evaluation and shortlist (3 to 5 based on rank order) by Waterfront Toronto, with input from subject matter experts that were procured and engaged by Waterfront Toronto
4. Approval of shortlist by Steering Committee
5. Interviews/Commercially Confidential Meetings and Negotiations (4 rounds for each shortlisted proponent)
6. Issuance of final submission requirements
7. Submission of Best and Final Offers (BAFO) by Proponents
8. Evaluation and selection of successful Proponent by Waterfront Toronto, with input from subject matter experts that were procured and engaged by Waterfront Toronto
9. Approval of successful Proponent by Steering Committee
10. Approval by Waterfront Toronto Board

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Waterfront Toronto received six submissions to RFP# 2017-13. One of the submissions was not compliant with the requirements and was disqualified from the process. The five remaining submissions received were from the following firms:

[redacted]

After a rigorous evaluation process by the Evaluation Team and external subject matter experts and due diligence review by the Steering Committee, the following firms were invited to continue to the second stage in the process:

[redacted]

Please note that all proponents had requested that through the process their information be kept confidential. However, the RFP provided for the release of this information as requested, to our government stakeholders.

Four rounds of Commercially Confidential Meetings were held with each of the shortlisted proponents to advance their understanding of the project and clarify their final offer. These meetings were overseen by the Process Manager as well as the Fairness Advisor. All proponents were offered the same access to Waterfront Toronto's team, in terms of frequency and duration, to seek information and clarify elements of their submission. Commercially Confidential Meetings #1, #2 and #4 had were structured as seven-hour sessions for each team and had a consistent agenda that reflected the RFP objectives and submission requirements. Commercially Confidential Meeting #3 was in the form of site visits to precedent project sites where each team was offered two eight-hour blocks of time to program that would demonstrate their team's capacity and approaches that would advance the Quayside project. The projects showcased demonstrated the firm and/or individual team member's expertise as it related to Quayside, including innovation capacity, competence in planning and operationalizing highly complex projects, and partnership experience. All costs associated with these site visits were paid by Waterfront Toronto. These site visits were attended by two members of the Evaluation Committee, two members of the Steering Committee, and the Director of Procurement who observed all the presentations and prepared a formal report to the Fairness Advisor.

All phases of this RFP process are overseen by the Process Manager and an independent Fairness Advisor, the Hon. Coulter Osborne, Q.C.. In addition, Waterfront Toronto retained Dentons to provide procurement legal advisory services throughout the process. A report from the Fairness Advisor has been provided in **Appendix 'D'**.

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Appendix 'A'
Market Sounding Participants

1. 3C
2. AECOM
3. Bell Canada/Bell Mobility/Cerco Cable
4. Bouygues Group
5. Business Sweden
   (with Volvo, Novabus and Envac)
6. Castlepoint Numa
7. Chubu Electrical, Japan
8. Cisco Systems Canada
9. Colas Canada
10. Consulate of the Netherlands/Deltares Group
11. CTA Cleantech
12. DREAM
13. Echelon Corporation
14. Ellis Don
15. EnWave
16. First Gulf/Great Gulf
17. GE Canada
18. George Brown College
19. Globalive Capital
20. Hatch
21. Hines Development
22. IBM Canada
23. Integral Group
24. InstarAGF
25. MaRS Discovery District
26. Mattamy Homes
27. Menkes Development
28. Mentis Services
29. Minto Developments
30. OCADU
31. OMERS
32. OMERS Ventures
33. OneEleven
34. Ontario Centres of Excellence
35. Oxford Properties
36. Realstar
37. Sidewalk Labs
38. Siemens AG
39. Siemens Canada
40. Siemens Financial Services
41. Stantec
42. Termobuild
43. Thales
44. Toronto Hydro
45. Trillium Housing
46. Windmill Developments
47. Altus Group
48. McKinsey Canada
49. Boston Consulting Group
50. View Glass
51. Daniels Corporation
52. Kilmer Group

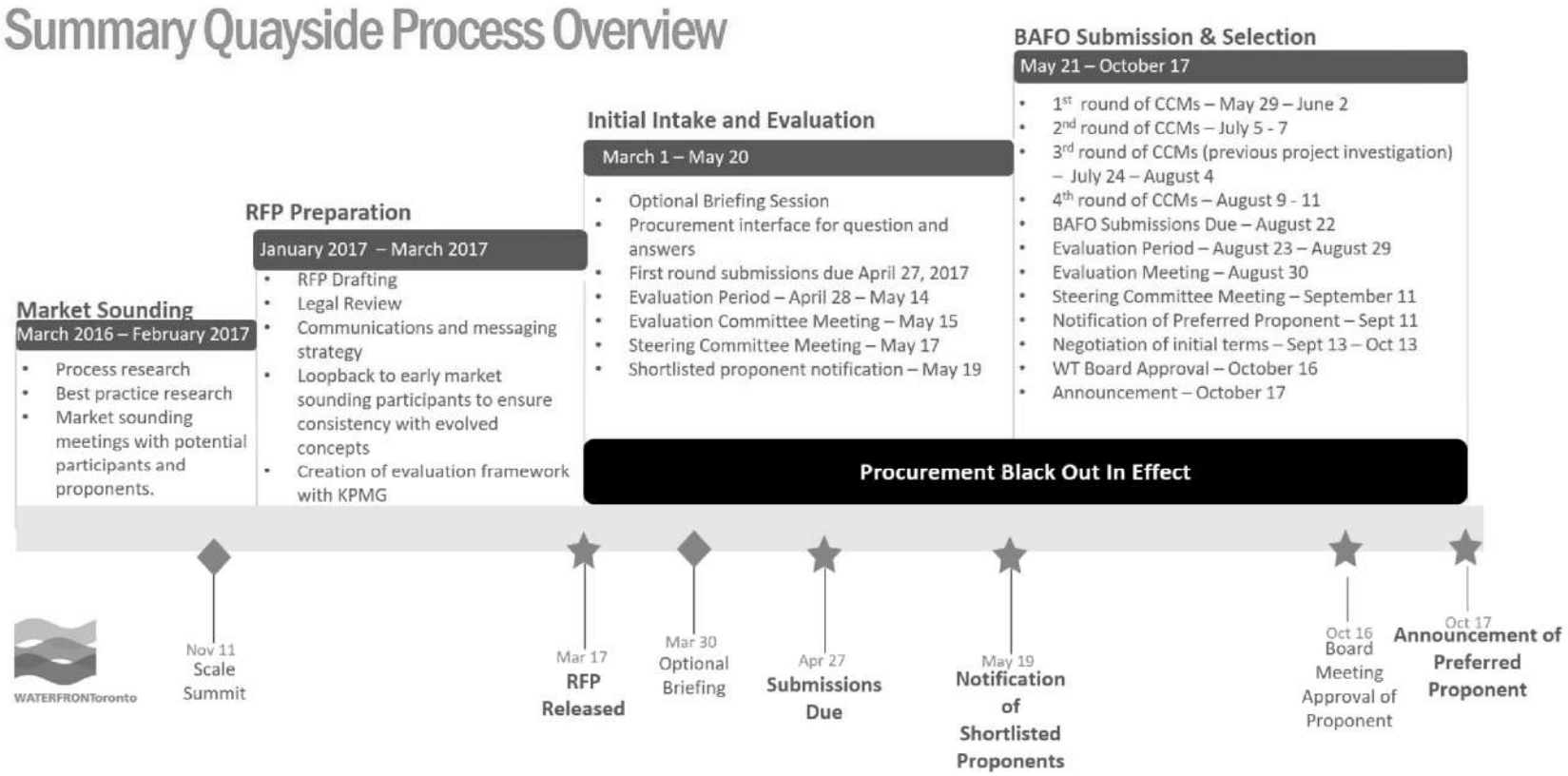
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Appendix B
Attendees at the November 11, 2016 Scale Summit

Ambience Data
Autodesk
BASF Canada
Blackstone Energy
Brookfield Institute for Innovation + Entrepreneurship
CHAR Technologies Ltd.
Cisco Systems
City of Toronto, Office of the Mayor
EllisDon Corporation
EllisDon Corporation
George Brown College
Government of Ontario, The Office of the Premier
Hill + Knowlton Strategies
IBM Canada
Innovation Policy Lab, Munk School of Global Affairs
MaRS Discovery District
McKinsey & Company
Mentis Services
OCAD University
OneEleven
Ontario Centres of Excellence
Ryerson University
Siemens Canada
The Pivotal Point
Toronto Region Board of Trade
Tower Labs
University of Toronto
View Inc.
WaterTAP
WatrHub Inc.
Windmill Development Group

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Appendix 'C'
Summary of Key Process Milestones



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Appendix D
Legal Opinion & Fairness Report
Regarding RFP 2017-13

- Letter from the Hon. Coulter Osborne, Q.C., Fairness Advisor

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October 11, 2017

Kevin Newson
Director of Procurement
Waterfront Toronto
20 Bay St, Suite 1310
Toronto, ON
M5J2N8

Dear Mr. Newson,

Re: RFP 2017-13

I was appointed Fairness Advisor in connection with the above noted RFP. Looked at generally, my mandate was to ensure that all aspects of this project were fair, open, transparent, and equitable. In the course of the evolution of the RFP I attended meetings with three identified proponents as well as meetings of the Evaluation Team and the Steering Committee, both of which were established through the RFP.

The Evaluation Team met with the three proponents at the proponents' business premises. I did not attend those meetings. I am, however, satisfied from a review of reports that I received subsequent to those meetings that the meetings were agreed to by the proponents and were neutral in their context.

I have reviewed the RFP documents. I am satisfied that the provisions of the RFP documents are neutral in the sense that they confer no particular advantage, or detriment, to any proponent or potential proponent.

As the RFP process unfolded I received no complaints or expressions of concern from any of the identified proponents, or any potential proponent which in the end determined not to submit a proposal.

The course charted by the RFP documents in this somewhat unusual project was followed. This included the evaluation of proposals by the Evaluation Team. The evaluation process conferred no benefit on any one of the proponents to the exclusion of the others. Having reviewed the scoring, I note that the result was not what any reasonable person could conclude was close.

To summarize, the RFP documents are fair in that they are clear and confer no particular advantage on anyone. Nor do they confer a disadvantage to any proponent or potential proponent.

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The meetings with the proponents also confer no advantage or disadvantage to any of the proponents, or potential proponents.

The evaluation of the proposals submitted followed the provisions of the RFP and, in my view, was fair in all respects.

If anything further is required, please let me know.

Yours very truly,



Coulter A. Osborne

ATIA - 23

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: September 6, 2018 5:29 PM
To: Faraday-Smith, Nancy (INFC)
Subject: [redacted]
Attachments:

For records

From: McLaughlin, Sharon (Ext.)
Sent: July 17, 2018 6:53 PM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC) ; Sookhdeo, Zahira (Ext.) ; McLaughlin, Sharon (Ext.)
Subject: [redacted]

[redacted]

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Page(s) 601 to 604
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23
de la *loi sur l'accès à l'information*

[redacted]

Sharon McLaughlin

Legal Counsel, Transport and Infrastructure Legal Services
Department of Justice / Government of Canada
sharon.mclaughlin@tc.gc.ca / Tel: 613-949-5554 / TTY: 1- 613-992-4556

Conseiller / Conseillère juridique, Services juridiques de Transports et Infrastructure
Ministère de la Justice / Gouvernement du Canada
sharon.mclaughlin@tc.gc.ca / Tél. : 613-949-5554 / ATS : 1-613-992-4556
PROTÉGÉ - SECRET PROFESSIONNEL AVOCAT-CLIENT
PROTECTED - SOLICITOR-CLIENT PRIVILEGE

This message, and the documents attached hereto, are intended only for the addressee and may contain privileged or confidential information, including information subject to solicitor-client privilege. Any unauthorized disclosure may be unlawful and is strictly prohibited. If you have received this message in error, please notify us immediately. Please then delete the original message and the documents attached thereto. Thank you.
Le présent message et les documents qui y sont joints sont destinés exclusivement au destinataire indiqué et leur teneur peut être confidentielle ou privilégiée. Il est strictement interdit à quiconque d'en prendre connaissance, de les utiliser ou de les divulguer. Si vous recevez le présent message par erreur, veuillez nous en aviser immédiatement et le détruire, ainsi que les documents qui y sont joints. Merci.

From: Tippins, Shawn (INFC) [mailto:shawn.tippins@canada.ca]
Sent: Friday, July 13, 2018 9:45 AM
To: McLaughlin, Sharon <sharon.mclaughlin@tc.gc.ca>
Subject: RE: Draft PDA and Summary document
Importance: High

The meeting is at 1pm at 427 Laurier Avenue West (The Enterprise building) It's on the 10th floor in Boardroom 10-042 (next to Glenn Campbell's office). If you can, please come 15 minutes early so you, Glenn and I can chat in advance of the call. Thx.

From: McLaughlin, Sharon (Ext.)
Sent: July 13, 2018 9:24 AM
To: Tippins, Shawn (INFC) <shawn.tippins@canada.ca>
Cc: McLaughlin, Sharon (Ext.) <sharon.mclaughlin@tc.gc.ca>
Subject: RE: Draft PDA and Summary document

Hi Shaun,
Can you confirm the location of the meeting today at 1pm?
Thanks,
Sharon

From: Tippins, Shawn (INFC) [mailto:shawn.tippins@canada.ca]
Sent: Tuesday, July 10, 2018 8:43 AM
To: McLaughlin, Sharon <sharon.mclaughlin@tc.gc.ca>
Subject: Draft PDA and Summary document
Importance: High

Hi Sharon:
Waterfront Toronto shared the draft PDA and an associated summary document with us at COB yesterday. They have asked that it only be distributed in Hardcopy. Can I bring you a copy this morning?

Shawn Tippins

Senior Analyst,
Investment, Partnerships and Innovation Branch
Infrastructure Canada / Government of Canada
shawn.tippins@canada.ca / Tel: 613-854-7639

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Analyste principal,
Direction génerlae des investissements, des partenariats et de l'innovation
Infrastructure Canada / Gouvernement du Canada
shawn.tippins@canada.ca / Tél. : 613-854-7639

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ATIA - 21(1)(a)

ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: July 5, 2018 8:21 AM
To: Peter.Wallace@tbs-sct.gc.ca
Cc: Gillis, Kelly (INFC)
Subject: Fw: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Attachments: QA - Resignation - FINAL.docx; Media Statement from Helen Burstyn Chair of the WT Board - 2018-07-04.pdf

Importance: High

Peter, on behalf of Kelly, thought you would be interested in this material from WF as well as our communication lines.

Media Lines: Waterfront Toronto CEO: Resignation

[redacted]

Glenn Campbell

Assistant Deputy Minister

Investment, Partnerships and Innovation

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Infrastructure Canada

427 Laurier, 10th floor, Ottawa

613 941-0722

Glenn.campbell@canada.ca

From: Cameron MacKay
Sent: Wednesday, July 4, 2018 5:17 PM
To: O'Leary, Leslie (INFC); Burton, Mike (INFC); Campbell, Glenn (INFC); Fortin3, Marc (INFC); Gillis, Kelly (INFC); 'Scott.Thompson@ontario.ca'; Carol Mercer; 'Robert.Linden@ontario.ca'; 'David.Stonehouse@toronto.ca'; [redacted]@toronto.ca'; [redacted]@toronto.ca'; 'bruce.singbush@ontario.ca'
Cc: Marisa Piattelli; Edward Chalupka
Subject: Resignation of Will Fleissig, President & CEO of Waterfront Toronto

Hello,
Further to the discussion some of you had with Waterfront Toronto Board Chair Helen Burstyn earlier today, attached please find draft Qs and As that Waterfront Toronto is using as well as a media statement which will be issued before close of business regarding the resignation of Waterfront Toronto CEO Fleissig.
Included is suggested language that you may wish to consider should you want to respond to media directly. The Board Chair will be the designated spokesperson on this matter for Waterfront Toronto and please feel free to redirect media inquiries to us.
We would be grateful if you would distribute this your appropriate communications staff.
Best,
Cameron

cameron mackay | vice president, strategic communications and engagement | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] | cmackay@waterfrontoronto.ca | www.waterfrontoronto.ca

WATERFRONToronto

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WATERFRONTToronto

Media Statement – Issued on behalf of Helen Burstyn, C.M., Chair of the Waterfront Toronto Board

TORONTO, July 4, 2018 – Today, Will Fleissig has advised the Board that he is stepping down as CEO.

Waterfront Toronto has been fortunate to have a leader with such an innovative vision of what Toronto's waterfront could and should be, and we wish him the very best as he takes on new challenges in the future.

Waterfront Toronto is now turning its focus to implementing the vision our team has worked towards, and we're more excited than ever about the future.

Mr. Fleissig noted that he is very proud of the accomplishments of Waterfront Toronto and the support he has received from the team. He knows that the next stage of the waterfront revitalization is in very good hands.

We are privileged to have a skilled and experienced board, staff and executive to draw on during this time of transition and opportunity. There will be a three-person interim leadership team in place, including Michael Nobrega as Acting CEO, Meg Davis, our Chief Development Officer, and myself in my capacity as Chair, while we search for a new CEO.

Michael Nobrega is a former President and CEO of OMERS, current Chair of the Ontario Centres of Excellence, and sits on Waterfront Toronto's Board of Directors. Michael will be taking a leave from the Board for the duration of his tenure on the interim leadership team. Meg Davis is Waterfront Toronto's Chief Development Officer, and has been with the organization for 11 years. She has extensive experience as a real estate and commercial transactions expert, notably with KPMG. The interim leadership team will not be accepting any additional compensation for these roles.

We look forward to the next chapter in the transformation of Toronto's waterfront.

-30-

Media Contact

Cameron MacKay
VP of Strategic Communications & Engagement
Waterfront Toronto
Telephone: 416-214-1344 x 314
E-mail: cmackay@waterfrontoronto.ca

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: July 4, 2018 5:38 PM
To: Simpson, Brook (INFC)
Subject: FW: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Attachments: QA - Resignation - FINAL.docx; Media Statement from Helen Burstyn Chair of the WT Board - 2018-07-04.pdf

Importance: High

From: Cameron MacKay [mailto:CMacKay@waterfrontoronto.ca]
Sent: July 4, 2018 5:16 PM
To: O'Leary, Leslie (INFC) ; Burton, Mike (INFC) ; Campbell, Glenn (INFC) ; Fortin3, Marc (INFC) ; Gillis, Kelly (INFC) ; 'Scott.Thompson@ontario.ca' ; Carol Mercer ; 'Robert.Linden@ontario.ca' ; 'David.Stonehouse@toronto.ca' ; [redacted]@toronto.ca' ; [redacted]@toronto.ca' ; 'bruce.singbush@ontario.ca'
Cc: Marisa Piattelli ; Edward Chalupka
Subject: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Importance: High

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Best,

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cameron mackay | vice president, strategic communications and engagement | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] cmackay@waterfrontoronto.ca | www.waterfrontoronto.ca

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VP of Strategic Communications & Engagement
Waterfront Toronto
Telephone: 416-214-1344 x 314
E-mail: cmackay@waterfrontoronto.ca

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ATIA - 19(1) ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: July 4, 2018 5:31 PM
To: Annie.Leblanc@pco-bcp.gc.ca; alison.o'leary@pco-bcp.gc.ca
Subject: Follow up: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Attachments: QA - Resignation - FINAL.docx; Media Statement from Helen Burstyn Chair of the WT Board - 2018-07-04.pdf

Importance: High

Please see attached. [redacted]

Glenn

Glenn Campbell
Assistant Deputy Minister
Investment, Partnerships and Innovation
Infrastructure Canada
427 Laurier, 10th floor, Ottawa
613 941-0722
Glenn.campbell@canada.ca

From: Cameron MacKay [mailto:CMacKay@waterfrontoronto.ca]
Sent: July 4, 2018 5:16 PM
To: O'Leary, Leslie (INFC) ; Burton, Mike (INFC) ; Campbell, Glenn (INFC) ; Fortin3, Marc (INFC) ; Gillis, Kelly (INFC) ; 'Scott.Thompson@ontario.ca' ; Carol Mercer ; 'Robert.Linden@ontario.ca' ; 'David.Stonehouse@toronto.ca' ; [redacted]@toronto.ca' ; [redacted]@toronto.ca' ; 'bruce.singbush@ontario.ca'
Cc: Marisa Piattelli ; Edward Chalupka
Subject: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Importance: High

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ATIA - 19(1)

cameron mackay | vice president, strategic communications and engagement | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] cmackay@waterfrontoronto.ca | www.waterfrontoronto.ca



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Telephone: 416-214-1344 x 314
E-mail: cmackay@waterfrontoronto.ca

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: July 4, 2018 5:23 PM
To: FIN|FIN (soren.halverson@canada.ca); Botham, Richard (FIN)
Cc: Duncanson, Tim (FIN)
Subject: FW: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Attachments: QA - Resignation - FINAL.docx; Media Statement from Helen Burstyn Chair of the WT Board - 2018-07-04.pdf

Importance: High

Soren, follow up from my head's up call earlier today. Glenn

From: Cameron MacKay [mailto:CMacKay@waterfrontoronto.ca]
Sent: July 4, 2018 5:16 PM
To: O'Leary, Leslie (INFC) ; Burton, Mike (INFC) ; Campbell, Glenn (INFC) ; Fortin3, Marc (INFC) ; Gillis, Kelly (INFC) ; 'Scott.Thompson@ontario.ca' ; Carol Mercer ; 'Robert.Linden@ontario.ca' ; 'David.Stonehouse@toronto.ca' ; [redacted]@toronto.ca' ; [redacted]@toronto.ca' ; 'bruce.singbush@ontario.ca'
Cc: Marisa Piattelli ; Edward Chalupka
Subject: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
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cameron mackay | vice president, strategic communications and engagement | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] | cmackay@waterfrontoronto.ca | www.waterfrontoronto.ca

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Waterfront Toronto
Telephone: 416-214-1344 x 314
E-mail: cmackay@waterfrontoronto.ca

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: July 4, 2018 5:23 PM
To: Marchildon, Caroline (INFC); Tippins, Shawn (INFC)
Subject: FW: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Attachments: QA - Resignation - FINAL.docx; Media Statement from Helen Burstyn Chair of the WT Board - 2018-07-04.pdf

Importance: High

From: Cameron MacKay [mailto:CMacKay@waterfrontoronto.ca]
Sent: July 4, 2018 5:16 PM
To: O'Leary, Leslie (INFC) ; Burton, Mike (INFC) ; Campbell, Glenn (INFC) ; Fortin3, Marc (INFC) ; Gillis, Kelly (INFC) ; 'Scott.Thompson@ontario.ca' ; Carol Mercer ; 'Robert.Linden@ontario.ca' ; 'David.Stonehouse@toronto.ca' ; [redacted]@toronto.ca' [redacted]@toronto.ca' ; 'bruce.singbush@ontario.ca'
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Best,

Cameron

cameron mackay | vice president, strategic communications and engagement | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted] cmackay@waterfrontoronto.ca | www.waterfrontoronto.ca

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We are privileged to have a skilled and experienced board, staff and executive to draw on during this time of transition and opportunity. There will be a three-person interim leadership team in place, including Michael Nobrega as Acting CEO, Meg Davis, our Chief Development Officer, and myself in my capacity as Chair, while we search for a new CEO.

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We look forward to the next chapter in the transformation of Toronto's waterfront.

-30-

Media Contact

Cameron MacKay
VP of Strategic Communications & Engagement
Waterfront Toronto
Telephone: 416-214-1344 x 314
E-mail: cmackay@waterfrontoronto.ca

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: July 4, 2018 5:20 PM
To: Zahira Sookhdeo (Ext.) (zahira.sookhdeo@tc.gc.ca)
Subject: FW: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Attachments: QA - Resignation - FINAL.docx; Media Statement from Helen Burstyn Chair of the WT Board - 2018-07-04.pdf

Importance: High

FYI

From: Cameron MacKay [mailto:CMacKay@waterfrontoronto.ca]
Sent: July 4, 2018 5:16 PM
To: O'Leary, Leslie (INFC) ; Burton, Mike (INFC) ; Campbell, Glenn (INFC) ; Fortin3, Marc (INFC) ; Gillis, Kelly (INFC) ; 'Scott.Thompson@ontario.ca' ; Carol Mercer ; 'Robert.Linden@ontario.ca' ; 'David.Stonehouse@toronto.ca' ; [redacted]@toronto.ca' ; [redacted]@toronto.ca' ; 'bruce.singbush@ontario.ca'
Cc: Marisa Piattelli ; Edward Chalupka
Subject: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Importance: High

Hello,

Further to the discussion some of you had with Waterfront Toronto Board Chair Helen Burstyn earlier today, attached please find draft Qs and As that Waterfront Toronto is using as well as a media statement which will be issued before close of business regarding the resignation of Waterfront Toronto CEO Fleissig.

Included is suggested language that you may wish to consider should you want to respond to media directly. The Board Chair will be the designated spokesperson on this matter for Waterfront Toronto and please feel free to redirect media inquiries to us.

We would be grateful if you would distribute this your appropriate communications staff.

Best,

Cameron

cameron mackay | vice president, strategic communications and engagement | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] | cmackay@waterfrontoronto.ca | www.waterfrontoronto.ca

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WATERFRONTToronto

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Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: July 4, 2018 5:21 PM
To: Laroche, Yazmine (INFC); Eyre, Jennifer (INFC); Dixon, Lucas (INFC)
Subject: FW: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Attachments: QA - Resignation - FINAL.docx; Media Statement from Helen Burstyn Chair of the WT Board - 2018-07-04.pdf

Importance: High

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Sent: July 4, 2018 5:16 PM
To: O'Leary, Leslie (INFC) ; Burton, Mike (INFC) ; Campbell, Glenn (INFC) ; Fortin3, Marc (INFC) ; Gillis, Kelly (INFC) ; 'Scott.Thompson@ontario.ca' ; Carol Mercer ; 'Robert.Linden@ontario.ca' ; 'David.Stonehouse@toronto.ca' ; [redacted]@toronto.ca' [redacted]@toronto.ca' ; 'bruce.singbush@ontario.ca'
Cc: Marisa Piattelli ; Edward Chalupka
Subject: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Importance: High

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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: July 4, 2018 5:18 PM
To: Tippins, Shawn (INFC)
Cc: Mitchell2, Lisa (INFC); Wellman, Angela (INFC)
Subject: FW: Resignation of Will Fleissig, President & CEO of Waterfront Toronto
Attachments: QA - Resignation - FINAL.docx; Media Statement from Helen Burstyn Chair of the WT Board - 2018-07-04.pdf

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From: Cameron MacKay [mailto:CMacKay@waterfrontoronto.ca]
Sent: July 4, 2018 5:16 PM
To: O'Leary, Leslie (INFC) ; Burton, Mike (INFC) ; Campbell, Glenn (INFC) ; Fortin3, Marc (INFC) ; Gillis, Kelly (INFC) ; 'Scott.Thompson@ontario.ca' ; Carol Mercer ; 'Robert.Linden@ontario.ca' ; 'David.Stonehouse@toronto.ca' ; [redacted]@toronto.ca' ; [redacted]@toronto.ca' ; 'bruce.singbush@ontario.ca'
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ATIA - 21(1)(a)

ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Tippins, Shawn (INFC)
Sent: July 4, 2018 5:25 PM
To: Hobbs, Joshua (INFC)
Cc: Campbell, Glenn (INFC); Wellman, Angela (INFC); Ladouceur3, Natalie (INFC); Zewede, Heywet (INFC); Mitchell2, Lisa (INFC)
Subject: RE: Waterfront
Attachments: IPI edits QA WT CEO - 04-July-18 draft.doc

Importance: High

Joshua – please find our track changes on your 3:10pm draft, as reviewed by Glenn Campbell, ADM IPI Branch. The Key messages should be treated as provisional until. WT's own comms materials are circulated.

From: Hobbs, Joshua (INFC)
Sent: July 4, 2018 3:10 PM
To: Tippins, Shawn (INFC)
Subject: RE: Waterfront
Importance: High

Shawn, take 2, this time in a document. Please use this version for your approvals. I'm of course looking to get this back ASAP (with Glenn's approval) and then I'll move it on to DMO and MINO.
Thanks!

From: Hobbs, Joshua (INFC)
Sent: July 4, 2018 2:59 PM
To: Tippins, Shawn (INFC) <shawn.tippins@canada.ca>
Subject: RE: Waterfront

Shawn, a SUPER FAST first crack at some responsive lines. Can you take a look ASAP and get back to me with your thoughts. Thanks!

[redacted]

From: Hobbs, Joshua (INFC)
Sent: July 4, 2018 2:35 PM
To: Tippins, Shawn (INFC) <shawn.tippins@canada.ca>
Subject: Waterfront

Hey Shawn,
I'm connecting with you on Waterfront. Should I give you a call?

Joshua Hobbs
Senior Communications Advisor, Communications Directorate, Ministerial and Advisory Services
Infrastructure Canada / Government of Canada
joshua.hobbs@canada.ca / Tel: 613-960-6869 / Cel: 613-404-1392
Conseiller principal en communications, Direction des Communications, Services ministériels et consultatifs
Infrastructure Canada / Gouvernement du Canada
joshua.hobbs@canada.ca / Tél. : 613-960-6869 / Tél cell. : 613-404-1392

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ATIA - 21(1)(a)

ATIA - 21(1)(b)

Key Messages

Waterfront Toronto CEO: Termination

[redacted]

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Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: June 20, 2018 12:37 PM
To: Tippins, Shawn (INFC)
Subject: [redacted]
Attachments:

Importance: High

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Geerts, Line (INFC)
Sent: Wednesday, June 20, 2018 12:21 PM
To: Peets, Gerard (INFC); Campbell, Glenn (INFC)
Cc: Lozano, Isabelle (INFC); Popesco, Tatiana (INFC); Ladouceur3, Natalie (INFC); Wellman, Angela (INFC)
Subject: [redacted]

Here they are. If you can please provide views prior to 4:00 p.m. – would really be appreciated.
Thank you, Line

Line Geerts

Executive Assistant to the Deputy Minister
Infrastructure Canada / Government of Canada
line.geerts@canada.ca / Tel: 613-941-0715

Adjointe exécutive à la sous-ministre
Infrastructure Canada / Gouvernement du Canada
line.geerts@canada.ca / Tél. : 613-941-0715

[redacted]

à l'information

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ATIA - 19(1)

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ATIA - 14
ATIA - 19(1)
ATIA - 16(2)
ATIA - 21(1)(a)
ATIA - 21(1)(b)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: June 6, 2018 11:20 AM
To: Tippins, Shawn (INFC)
Subject: [redacted]
Attachments:

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Geerts, Line (INFC)
Sent: Wednesday, June 6, 2018 10:49 AM
To: Peets, Gerard (INFC); Campbell, Glenn (INFC)
Subject [redacted]

Hi, the Deputy would like to discuss with both of you to get your views. Will schedule something.

Thank you, Line

Line Geerts

Executive Assistant to the Deputy Minister
Infrastructure Canada / Government of Canada
line.geerts@canada.ca / Tel: 613-941-0715

Adjointe exécutive à la sous-ministre
Infrastructure Canada / Gouvernement du Canada
line.geerts@canada.ca / Tél. : 613-941-0715

From: Gillis, Kelly (INFC)
Sent: June 5, 2018 3:31 PM
To: Geerts, Line (INFC)
Subject [redacted]

[redacted]

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ATIA - 19(1) ATIA - 20(1)(c)
ATIA - 16(2) ATIA - 20(1)(b) ATIA - 20(1)(d)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: June 11, 2018 7:16 PM
To: Tippins, Shawn (INFC)
Cc: Ladouceur3, Natalie (INFC); Wellman, Angela (INFC); Mitchell2, Lisa (INFC)
Subject: Fw: Quayside Executive Steering Committee March 26, 2018
Attachments: QESC Agenda June 14, 2018.docx; Draft Quayside ESC Term of Reference June 14, 2018.docx; QESC Minutes April 20 2018.docx; Timeline PDA_MIDP_Board.xlsx - MIDP.PDF; PDA Negotiation and Reveiw Schedule.pdf

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Edward Chalupka
Sent: Monday, June 11, 2018 7:10 PM
To: William Fleissig; Josh Sirefman; George Zegarac (george.zegarac@ontario.ca); Campbell, Glenn (INFC); Gillis, Kelly (INFC); Lou Di Gironimo [redacted]
Cc: Meg Davis; Kristina Verner; Marisa Piattelli; Erik Cunnington; Michael Bernstein; David Stonehouse; Singbush, Bruce (MOI); Carol Mercer; Siri Agrell; Burton, Mike (INFC); Julius Gombos; John Brodhead; Micah Lasher; Simpson, Brook (INFC)
Subject: RE: Quayside Executive Steering Committee March 26, 2018

Hello all,
Please find attached materials for the upcoming Quayside Executive Steering Committee scheduled for this Thursday June 14th from 11 AM -12:30 PM at Waterfront Toronto's offices.
Please find attached the following materials:

1. Agenda
2. Minutes from the April 20th QESC Meeting
3. QESC Governance - Revised Terms of Reference
4. Plan Development Agreement – Timeline
5. Master Innovation and Development Plan - Timeline

Please note that for both the Digital Strategy Advisory Committee and Public engagement agenda items a verbal update will be provided to the Committee. Please also note that for item #9 [redacted] confidential materials will be distributed at the meeting.
Thanks
Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

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ATIA - 20(1)(b)
ATIA - 20(1)(c)
ATIA - 20(1)(d)

WATERFRONTtoronto

Quayside Executive Steering Committee (QESC)
20 Bay St. Suite 1310
June 14, 2018
11:00 AM – 12:30 PM

1. Introductions/Welcome

2. Approval of April 20th Minutes – ALL (5 Mins) – Decision Item

3. Governance – ALL (5 mins) - Decision Item
   a. Terms of Reference

4. Plan Development Agreement Update – WT (20 Mins) Information Item
   a. Process and timeline to receive comments on PDA

5. Master Innovation and Development Plan – Information Item (10 Mins)
   a. Timeline

6. Digital Strategy Advisory Committee Update – WT (10 Mins) – Information Item

7. Public Engagement Update - WT/SWL (10 Mins) – Information Item
   a. Roundtable Timelines
   b. Release of PDA and Framework Agreements

8. Other Business – ALL

[redacted]

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June 14, 2018

Terms of Reference
Draft

Quayside Executive Steering Committee (QESC)
Toronto Waterfront Revitalization Initiative

Background:

As approved in the 2017-18 Corporate Plan, Waterfront Toronto issued a competitive Request for Proposals for an Innovation and Funding Partner to help create and fund a plan for a globally-significant community on Quayside. This project is intended as a testbed -- engaging citizens, civic, academic and Canadian business organizations -- to showcase advanced technologies, building materials, sustainable practices, and innovative business/funding models than can achieve a healthy, diverse and climate positive urban development.

Sidewalk Labs was chosen as the successful proponent as Waterfront Toronto's Innovation and Funding Partner. Together, Waterfront Toronto and Sidewalk Labs will join with citizens and other partner entities to develop a Master Innovation and Development Plan (MIDP) to be delivered in the first quarter of 2019. The MIDP will be subject to review by Waterfront Toronto's Board and its shareholder governments, as well as Sidewalk Labs' Board and the relevant government regulatory authorities.

Proposed Coordination Entity:

The Quayside Executive Steering Committee is intended to provide tri-government project level communication and co-ordination with various government departments and ministries. The Committee will be convened and chaired by Waterfront Toronto and include representatives from, the City of Toronto, the Province of Ontario, the Government of Canada and Sidewalk Labs.

Role and Responsibilities:

The Quayside Executive Steering Committee will be the project-level coordination vehicle for reviewing and providing input on the following:

1. Plan Development Agreement (e.g. timeline);
2. Master Innovation and Development Plan;
3. Feasibility/Business Case.

The Quayside Executive Steering Committee will be the organizing and coordination entity to:

1. Review initial pilot projects before proposals are formally submitted to approving government regulatory authorities;

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2. Monitor and provide input to the public and stakeholder engagement plan;
3. Identify input on approval pathways for proposed project innovations;
4. Provide input on procurement protocols for WT assets;
5. Provide input and on procurement protocols for assets outside of WT's purview;
6. Review proposed milestones and schedule;
7. Review and provide input on project-related risk management protocols;
8. Refer policy and/or unresolved issues to the IGSC; and

Chair:

Waterfront Toronto will chair the Quayside Executive Steering Committee.

Membership:

The Quayside Executive Steering Committee will be comprised of the following:

- Waterfront Toronto: President and CEO (Chair);
- City of Toronto: Deputy City Manager Cluster B;
- Government of Ontario: Deputy and Assistant Deputy Ministers, Ministry of Infrastructure
- Government of Canada: Deputy Minister, Infrastructure Canada and Assistant Deputy Minister, Smart Cities Directorate, Infrastructure Canada
- Sidewalk Labs: Head of Development

Representatives of political offices (e.g. Office of the Mayor) will be invited to participate in meetings.

Quayside Executive Steering Committee meetings will be attended and supported by senior project manager staff/directors from each participating organization that is part of the Project Delivery Team.

Project Delivery Team and Administrative Support:

The Project Delivery Team will be comprised of Waterfront Toronto and Sidewalk Labs staff who will deliver the project and will include senior project manager staff/directors from other participating organizations and key consultants.

Waterfront Toronto will be responsible for drafting records of discussions, following up on decisions and actions, disseminating information, distributing meeting documentation, scheduling meetings and logistical arrangements, as required.

Dispute Resolution:

Any disputes involving Waterfront Toronto and Governments will be escalated to the IGSC.

Any disputes involving Waterfront Toronto and Sidewalk Labs will be managed through

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the Framework Agreement dispute resolution process or other legal documents which may supersede the Framework Agreement through the project lifespan.

Meetings:

Quayside Executive Steering Committee meetings will be convened every six (6) weeks. The schedule of meetings will be established by its members and meetings will be held in-person or by teleconference.

Agendas and agenda materials are to be prepared by the Project Delivery Team.

Reporting:

The Quayside Executive Steering Committee will report to the IGSC at its quarterly meetings. Materials will summarize key issues and flag any matters that may require the IGSC's attention.

Term:

The Quayside Executive Steering Committee shall exist and operate until the approval or disapproval of the Master Innovation and Development Plan. This Terms of Reference shall be revisited and updated by the Quayside Executive Steering Committee and IGSC members if the Quayside Project goes forward beyond the MIDP stage.

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Quayside Executive Steering Committee
Meeting Minutes

Friday April 20th, 2018
3:30 pm – 5:00 pm

Federal Representatives:	Kelly Gillis, Glenn Campbell, Brooke Simpson
Provincial Representatives:	George Zegarac, Bruce Singbush, Carol Mercer, Ron Ahluwalia
City of Toronto Representatives:	David Stonehouse, Jayne Naiman, Siri Agrell
Waterfront Toronto Representatives:	William Fleissig (Chair), Marisa Piattelli, Ed Chalupka, Erik Cunnington, Meg Davis, Carol Webb, Cameron MacKay
Sidewalk Labs Representatives:	Josh Sirefman, Micah Lasher, Lauren Skelly

	ITEMS DISCUSSED	
1.	Welcome and Introductions	Will Fleissig opened the meeting with introductions.
2.	Governance a) Memo – Quayside Project Governance	A protocol for briefing governments was approved by the Board at the March 29th Board Meeting. The protocol stipulates that the Quayside Committee share all significant documents and milestones with governments for input in advance of Board approval. The Committees that will be engaged in this process include: (i) Intergovernmental Steering Committee (ii) Quayside Executive Steering Committee
	b) Approval of Terms of Reference	Amend the ToR to emphasize and reflect tri-government coordination and communication of relevant policies that impact the project rather than government "oversight". Ministry of Infrastructure committed to facilitating meetings and policy issues with government representatives and have information flow both ways. It will be important to ensure that governments are brought along the process to ensure there are no surprises. Marisa Piattelli also

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	c) Committee Membership	reiterated that it is the expectation of WT's Board that there is a "no surprises" approach with our government partners. Kelly Gillis would like to have an observer role. Lou Di Gironimo will be representing the City. David Stonehouse will share a running list of meetings with government players.
3.	Quayside Planned Development Agreement Update	Meg Davis indicated that PDA discussions are going well. WT is targeting an end of June meeting of the Board of Directors followed immediately by an executed PDA. The current target for a negotiated MIDP agreement is the end of the calendar year (2018). Once approved, the PDA will become a public document with the intention of superseding the framework agreement. Sidewalk Labs indicated that it is important that the timelines for the PDA are met. Members of the QESC requested a gant chart that clearly outlines approval timelines and expected deliverables for both the PDA and MIDP.
4.	Update Presentation – Master Innovation and Development Plan (MIDP) Scope	The MIDP will set out a series of planning and financial targets and will also identify a pathway to obtain necessary policy and regulatory approvals. The federal government and the province committed to facilitating meetings with the pillar working groups (e.g. Mobility, Sustainability, Affordable Housing etc.) and relevant departments and Ministries. It would be informative to know what work (i.e. existing pilots and projects) that is currently being undertaken by governments that could inform the work of the partnership. The City also indicated that if SWL is planning on releasing any more apps publicly, the city and the Mayor's Office would like to be notified in advance.
5.	Public Engagement Update	Robust public engagement is a priority for the Quayside Project. The public will meaningfully participate and give feedback to the plan. The public's feedback will be reflected in the finished product. There is clearly a significant amount of public interest and there will be several avenues for public engagement to ensure ample opportunity for feedback.

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		The City indicated that as part of standard process it will conduct its own independent public consultations at the end of the Quayside planning process. City staff will report the results to council but indicated that it will not duplicate or compete with WT public engagement. The governments would like to be consistently informed of key themes and issues that emerge as part of the engagement process. The next meeting is currently being scheduled for May.
6.	Any other business:	Meeting concluded.

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QUAYSIDE PLAN DEVELOPMENT AGREEMENT (PDA)
NEGOTIATION & REVIEW SCHEDULE

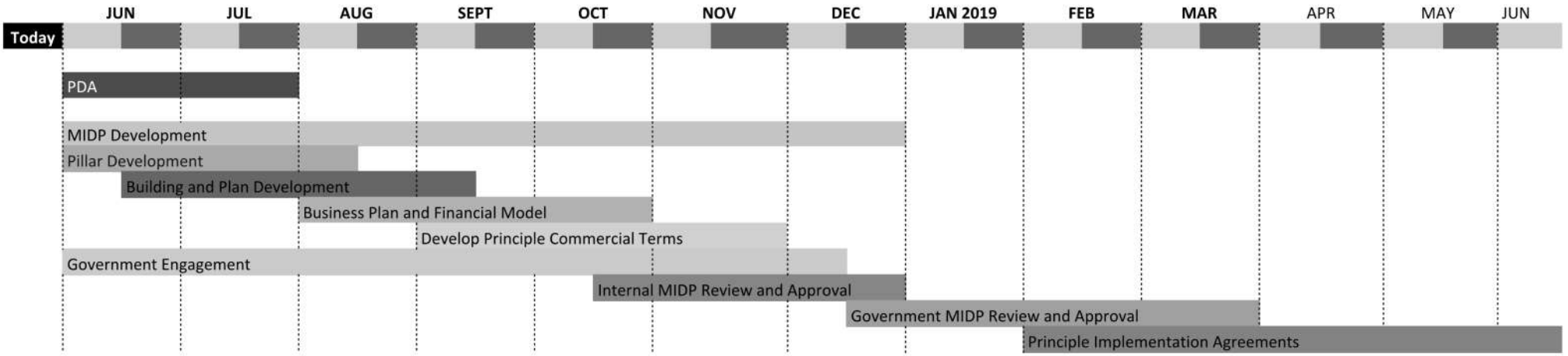
JUNE

MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY
				1
				Circulate key terms, summary of PDA and PDA to IREQ Co-Chairs
4	5	6	7	8
Circulate key terms and Summary of PDA to IREQ			IREQ Meeting - legal team to walk IREQ through key terms, PDA and present summary	
11	12	13	14	15
Regular check-ins with IREQ and co-chairs				
IREQ Meeting - to review of draft PDA	Negotiation with SWL		QESC	
18	19	20	21	22
Regular check-ins with IREQ and co-chairs				
Negotiation with SWL	Circulate draft PDA to IREQ	IREQ Meeting		
25	26	27	28	29
		IREQ Meeting - to update on PDA before release to Board		
Regular check-ins with IREQ and co-chairs			Provide summary and draft PDA to Board	

JULY

MONDAY	TUESDAY	WEDNESDAY	THURSDAY	FRIDAY
2	3	4	5	6
Brief Individual Board Members on PDA				
9	10	11	12	13
Quayside Specific Board Meeting to review draft PDA	Provide PDA to Governments	Government Briefings - Details and sequence of briefings to be finalized		
16	17	18	19	20
Government Briefings - Details and sequence of briefings to be finalized				
				QESC: Meet Governments for comments on PDA
23	24	25	26	27
IREQ Meeting - to review final draft PDA and Government comments	Circulate PDA and Government comments to Board			
30	31			
	Quayside specific Board Meeting for recommendation to approve PDA			

MASTER INNOVATION & DEVELOPMENT PLAN (MIDP) WORKING SCHEDULE



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ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: June 6, 2018 4:23 PM
To: Gillis, Kelly (INFC)
Subject: question FW: Digital Panel tomorrow
Attachments: 00_AGD_June 7 2018_VER_002_FNL.docx

Now with CRB postponed, may consider attending this event in person tomorrow. Views?

From: Kristina Verner [mailto:KVerner@waterfrontoronto.ca]
Sent: June 6, 2018 2:33 PM
To: Campbell, Glenn (INFC)
Subject: Re: Digital Panel

I think it might be helpful...

There's a slightly revised agenda which includes an in-camera session that you might find interesting.

kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] kverner@waterfrontoronto.ca | www.waterfrontoronto.ca



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WATERFRONT TORONTO DIGITAL STRATEGY ADVISORY PANEL

MEETING #1 - AGENDA

June 7, 2018 - 11:00am – 4:00pm
20 Bay Street, Suite 1310, Toronto Ontario M5J 2N8
Boardroom/Townhall Meeting Rooms

11:00 – 11:20am	**Item 1: Opening Session**	
	Welcome & Introductions	W. Fleissig
	Introductory Remarks	M. Geist
	Declarations of Conflicts	Panelists
11:20 – 12:00pm	**Item 2: Process and Governance issues**	
	a) Mandate	Panelists
	b) Governance Matters:	I. Beverley
	i. Confidentiality Agreement	I. Beverley
	ii. Open meeting protocols	I. Beverley
	iii. Indemnity & Directors Insurance	I. Beverley
	iv. Code of conduct	K. Verner
	c) Meeting Schedule & Workplan	
12:00pm – 12:45pm	**Item 3: Waterfront Toronto Overview**	M. Piattelli
12:45pm– 1:30pm	Lunch	
1:30pm – 2:15pm	**Item 4: Sidewalk Toronto Overview**	
	a) Overview of partnership	M. Davis/J. Sirefman
	b) Responsible Data Use Framework	A. Harvey-Dawson/L. Reid
	c) Working thoughts on data governance	A. Harvey-Dawson/L. Reid
2:15pm – 3:15pm	**Questions & Answers**	Panelists
	Panelist Feedback to Sidewalk Toronto	
3:15pm – 4:00pm	**Item 5: Closed Session**	K. Verner
	Sidewalk Toronto Plan Development Agreement	
	The Panel will discuss this item in Closed Session, being an Update on Plan Development Agreement Discussions, as is permitted by By-Law No.2 of the Corporation. The exception relied on for the discussion of this item in Closed Session is Section 6.1.1(l) of By-Law No. 2 (a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the Corporation). The Board will continue in Open Session at the end of the Closed Session to discuss and vote on any resolutions pertaining to the Closed Session.	
4:00pm	**Adjournment**	

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ATIA - 16(2) ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: June 6, 2018 4:07 PM
To: Tippins, Shawn (INFC)
Subject: FW: Digital Panel
Attachments: 00_AGD_June 7 2018_VER_002_FNL.docx

From: Kristina Verner [mailto:KVerner@waterfrontoronto.ca]
Sent: June 6, 2018 2:33 PM
To: Campbell, Glenn (INFC)
Subject: Re: Digital Panel

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There's a slightly revised agenda which includes an in-camera session that you might find interesting.

kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 [redacted] |kverner@waterfrontoronto.ca | www.waterfrontoronto.ca



From: Campbell, Glenn (INFC) <glenn.campbell@canada.ca>
Sent: June 6, 2018 2:01:05 PM
To: Kristina Verner
Subject: Re: Digital Panel

Hi Kristina, I was thinking about attending in person as conflict in my schedule just resolved. Do you recommend attending?

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Kristina Verner
Sent: Wednesday, June 6, 2018 1:09 PM
To: Campbell, Glenn (INFC)
Subject: Digital Panel

Hello Glenn,

I just wanted to reach out to you to see if you will be in town for tomorrow's WT Digital Strategy Advisory Panel?

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I hope all is well!
Kristina

ATIA - 19(1)

kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted] | kverner@waterfrontoronto.ca | www.waterfrontoronto.ca



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WATERFRONT TORONTO DIGITAL STRATEGY ADVISORY PANEL

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	Sidewalk Toronto Plan Development Agreement	
	The Panel will discuss this item in Closed Session, being an Update on Plan Development Agreement Discussions, as is permitted by By-Law No.2 of the Corporation. The exception relied on for the discussion of this item in Closed Session is Section 6.1.1(l) of By-Law No. 2 (a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the Corporation). The Board will continue in Open Session at the end of the Closed Session to discuss and vote on any resolutions pertaining to the Closed Session.	
4:00pm	**Adjournment**	

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ATIA - 19(1)

ATIA - 16(2)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: May 27, 2018 7:16 PM
To: Tippins, Shawn (INFC)
Subject: FW: Quayside Procurement Memo
Attachments: MEM_Quayside Outreach and Marketsounding_November 2017_VER_004_FNL.PDF

From: Edward Chalupka [redacted]@waterfrontoronto.ca]
Sent: May 8, 2018 1:59 PM
To: Campbell, Glenn (INFC) ; Kristina Verner
Cc: Peets, Gerard (INFC)
Subject: RE: Quayside Procurement Memo

Glenn -

Attached as discussed.

Ed

From: Campbell, Glenn (INFC) <glenn.campbell@canada.ca>
Sent: Tuesday, May 8, 2018 1:02 PM
To: Kristina Verner <KVerner@waterfrontoronto.ca>; Edward Chalupka [redacted]@waterfrontoronto.ca>
Cc: Peets, Gerard (INFC) <gerard.peets@canada.ca>
Subject: Re: Quayside Procurement Memo

That would be great thanks

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Kristina Verner
Sent: Tuesday, May 8, 2018 11:14 AM
To: Edward Chalupka
Cc: Campbell, Glenn (INFC)
Subject: Quayside Procurement Memo

Ed – Can you please forward the Procurement Memo regarding the Quayside Innovation & Funding Partner RFP Process and Market Sounding that was prepped for the Province to Glenn?

Thank you in advance.
Kristina

kristina verner | vice president, innovation, sustainability & prosperity | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted] | kverner@waterfrontoronto.ca | www.waterfrontoronto.ca

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WATERFRONToronto

MEMORANDUM

To: Quayside Committee of Waterfront Board of Directors
From: Kristina Verner
Cc: William Fleissig, Meg Davis, Marisa Piattelli, Ian Beverley, Kevin Newson, Erik Cunnington
Date: December 7, 2017
Re: CONFIDENTIAL: Quayside Innovation and Funding Partner RFP Outreach & Market Sounding

---

On March 17, 2017 Waterfront Toronto released the Quayside Innovation and Funding Partner Request for Proposal ("RFP") to the market through local, national and international channels. The Partner was selected through a competitive RFP process which was guided by a Steering Committee, Process Manager and Fairness Advisor.

During the year leading up to the creation of the RFP, market research, including market sounding interviews were conducted. These two-hour sessions with individual companies and organizations included a standardized presentation on the vision and objectives of the Quayside project, as well as a structured dialogue to understand the market's enthusiasm for this innovative approach. Meetings were held with over 50 companies or institutions. A comprehensive list has been included as **Appendix 'A'**.

As part of the broader outreach, Waterfront Toronto also hosted the "Going to Scale Summit" on November 11, 2016 to further validate the key findings and approaches from the market soundings for the Quayside Innovation & Funding Partner RFP. Organizations in attendance at the Going to Scale Summit have been provided in **Appendix 'B'**. To ensure that all parties had access to the same information as it evolved during the market sounding process, Waterfront Toronto representatives provided an updated presentation prior to the blackout period for those companies and organizations that had been interviewed during the earliest stages of the market sounding process and had expressed an interest to be informed of the process.

After drafting and legal review of the document, the RFP was released on March 17, 2017. At this point a *strict procurement black-out period was in effect for the duration of the procurement process*. This blackout ensured that the Corporation's procurement process was fair, open and transparent to all Proponents, there was no communication between the Corporation, its consultants or contractors and the Proponents apart from the RFP procurement contact (the "Process Manager") noted in the RFP document during the blackout period.

The RFP was broadly disseminated and promoted through a variety of methods, including MERX (Canada's electronic tendering service). Additional promotional methods selected were intended to gain as broad and international a distribution and circulation as possible, including:

- Canada News Wire (Canadian Comprehensive Technology Package): National distribution;
- Intelligent Community Forum Canada Newsletter – Distribution to 1,400+ tech companies and economic development professionals across Canada;
- MIPIM (largest global real estate trade show held in Europe): presentations to international audiences, including keynote plenary;
- UK Property Forum: distribution to over 60,000 members; and,

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- LinkedIn: targeted campaign to an international audience (including UK, UAE, France, Germany, Netherlands, Singapore, Hong Kong). Total impressions of approximately 61,500.
- Waterfront Toronto: promoted across all digital and social media channels.

In addition, there was significant media coverage of the RFP release including:

- The Globe and Mail
- BNN (Business News Network)
- Bloomberg Canada News
- Metro News
- Daily Commercial News

An optional meeting for potential bidders on March 30, 2017 which included the companies below. This is not a comprehensive list as six companies in attendance requested that their identities not be disclosed by way of returning a signed Opt-Out letter.

- AECOM
- China State Construction
- Consulate of Sweden (Toronto)
- Entuitive
- Great Gulf
- White Arkitekter Anna Kerr
- IBM Canada Innovation Office
- Plan Group
- Smith + Andersen
- Stand Development & Consulting, Inc.

Process

The Partner was selected through a Request for Proposal (RFP) with a Best and Final Offer (BAFO) process. This multi-stage process, provides flexibility of multiple discussions through Commercially Confidential meetings and negotiations. A summary timeline of key dates of the process has been included as **Appendix 'C'.**

In addition to the Evaluation Committee, the process was overseen by a Steering Committee comprised of Waterfront Toronto Board of Directors and executive team representatives, as well as external subject matter experts with deep experience in sustainability, resilience, urban innovation, entrepreneurship and urban planning.

The major steps in this RFP process were as follows:

1. Issuance of RFP to market (local, national and international)
2. Initial Submissions by Proponents
3. Evaluation and shortlist (3 to 5 based on rank order) by Waterfront Toronto, with input from subject matter experts that were procured and engaged by Waterfront Toronto
4. Approval of shortlist by Steering Committee
5. Interviews/Commercially Confidential Meetings and Negotiations (4 rounds for each shortlisted proponent)
6. Issuance of final submission requirements
7. Submission of Best and Final Offers (BAFO) by Proponents
8. Evaluation and selection of successful Proponent by Waterfront Toronto, with input from subject matter experts that were procured and engaged by Waterfront Toronto
9. Approval of successful Proponent by Steering Committee
10. Approval by Waterfront Toronto Board

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Waterfront Toronto received six submissions to RFP# 2017-13. One of the submissions was not compliant with the requirements and was disqualified from the process. The five remaining submissions received were from the following firms:

[redacted]

After a rigorous evaluation process by the Evaluation Team and external subject matter experts and due diligence review by the Steering Committee, the following firms were invited to continue to the second stage in the process:

[redacted]

Please note that all proponents had requested that through the process their information be kept confidential. However, the RFP provided for the release of this information as requested, to our government stakeholders.

Four rounds of Commercially Confidential Meetings were held with each of the shortlisted proponents to advance their understanding of the project and clarify their final offer. These meetings were overseen by the Process Manager as well as the Fairness Advisor. All proponents were offered the same access to Waterfront Toronto's team, in terms of frequency and duration, to seek information and clarify elements of their submission. Commercially Confidential Meetings #1, #2 and #4 had were structured as seven-hour sessions for each team and had a consistent agenda that reflected the RFP objectives and submission requirements. Commercially Confidential Meeting #3 was in the form of site visits to precedent project sites where each team was offered two eight-hour blocks of time to program that would demonstrate their team's capacity and approaches that would advance the Quayside project. The projects showcased demonstrated the firm and/or individual team member's expertise as it related to Quayside, including innovation capacity, competence in planning and operationalizing highly complex projects, and partnership experience. All costs associated with these site visits were paid by Waterfront Toronto. These site visits were attended by two members of the Evaluation Committee, two members of the Steering Committee, and the Director of Procurement who observed all the presentations and prepared a formal report to the Fairness Advisor.

All phases of this RFP process are overseen by the Process Manager and an independent Fairness Advisor, the Hon. Coulter Osborne, Q.C.. In addition, Waterfront Toronto retained Dentons to provide procurement legal advisory services throughout the process. A report from the Fairness Advisor has been provided in **Appendix 'D'**.

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Appendix 'A'
Market Sounding Participants

1. 3C
2. AECOM
3. Bell Canada/Bell Mobility/Cerco Cable
4. Bouygues Group
5. Business Sweden
   (with Volvo, Novabus and Envac)
6. Castlepoint Numa
7. Chubu Electrical, Japan
8. Cisco Systems Canada
9. Colas Canada
10. Consulate of the Netherlands/Deltares Group
11. CTA Cleantech
12. DREAM
13. Echelon Corporation
14. Ellis Don
15. EnWave
16. First Gulf/Great Gulf
17. GE Canada
18. George Brown College
19. Globalive Capital
20. Hatch
21. Hines Development
22. IBM Canada
23. Integral Group
24. InstarAGF
25. MaRS Discovery District
26. Mattamy Homes
27. Menkes Development
28. Mentis Services
29. Minto Developments
30. OCADU
31. OMERS
32. OMERS Ventures
33. OneEleven
34. Ontario Centres of Excellence
35. Oxford Properties
36. Realstar
37. Sidewalk Labs
38. Siemens AG
39. Siemens Canada
40. Siemens Financial Services
41. Stantec
42. Termobuild
43. Thales
44. Toronto Hydro
45. Trillium Housing
46. Windmill Developments
47. Altus Group
48. McKinsey Canada
49. Boston Consulting Group
50. View Glass
51. Daniels Corporation
52. Kilmer Group

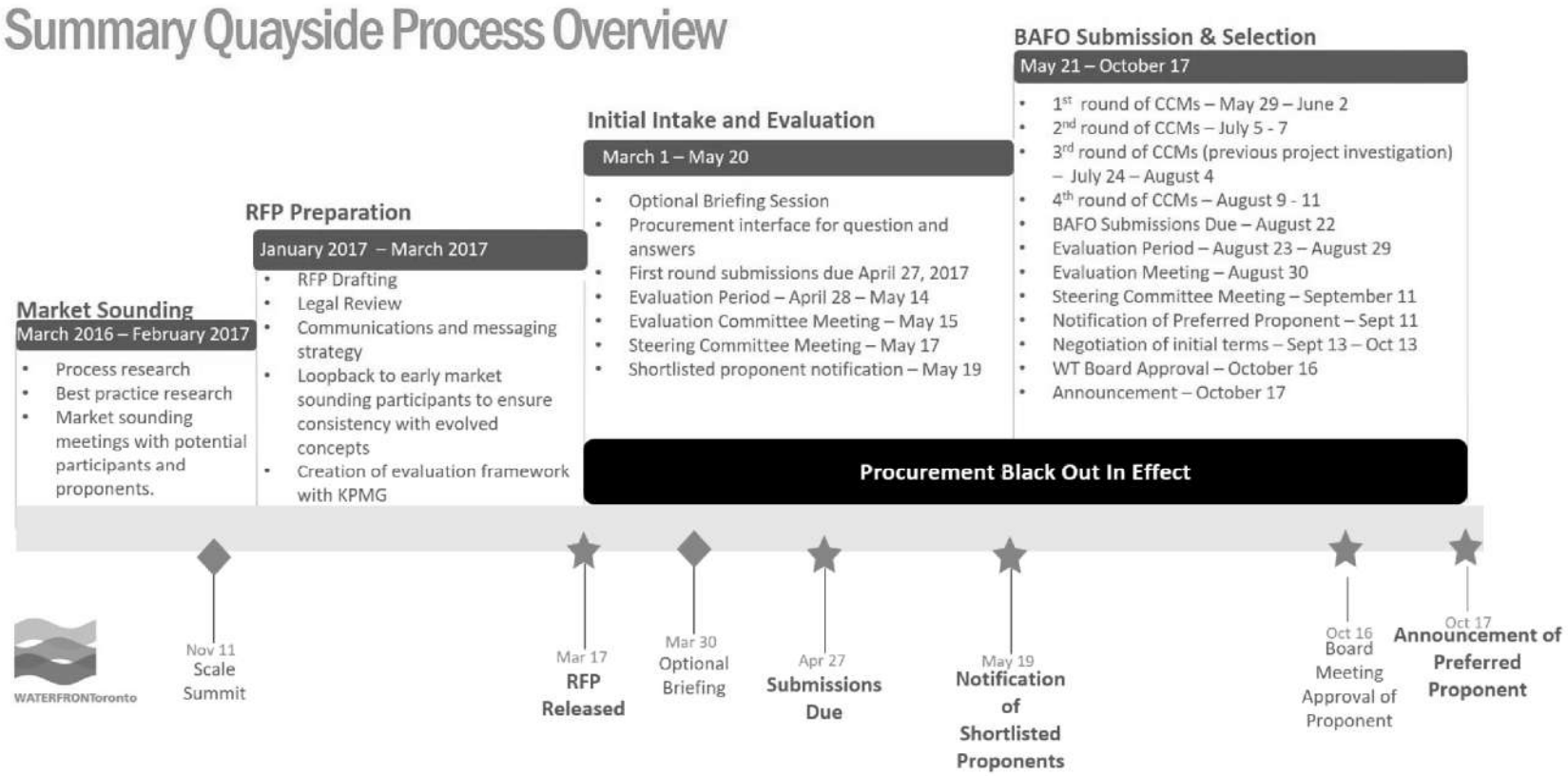
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Appendix B
Attendees at the November 11, 2016 Scale Summit

Ambience Data
Autodesk
BASF Canada
Blackstone Energy
Brookfield Institute for Innovation + Entrepreneurship
CHAR Technologies Ltd.
Cisco Systems
City of Toronto, Office of the Mayor
EllisDon Corporation
EllisDon Corporation
George Brown College
Government of Ontario, The Office of the Premier
Hill + Knowlton Strategies
IBM Canada
Innovation Policy Lab, Munk School of Global Affairs
MaRS Discovery District
McKinsey & Company
Mentis Services
OCAD University
OneEleven
Ontario Centres of Excellence
Ryerson University
Siemens Canada
The Pivotal Point
Toronto Region Board of Trade
Tower Labs
University of Toronto
View Inc.
WaterTAP
WatrHub Inc.
Windmill Development Group

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Appendix 'C'
Summary of Key Process Milestones



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Appendix D
Legal Opinion & Fairness Report
Regarding RFP 2017-13

- Letter from the Hon. Coulter Osborne, Q.C., Fairness Advisor

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October 11, 2017

Kevin Newson
Director of Procurement
Waterfront Toronto
20 Bay St, Suite 1310
Toronto, ON
M5J2N8

Dear Mr. Newson,

Re: RFP 2017-13

I was appointed Fairness Advisor in connection with the above noted RFP. Looked at generally, my mandate was to ensure that all aspects of this project were fair, open, transparent, and equitable. In the course of the evolution of the RFP I attended meetings with three identified proponents as well as meetings of the Evaluation Team and the Steering Committee, both of which were established through the RFP.

The Evaluation Team met with the three proponents at the proponents' business premises. I did not attend those meetings. I am, however, satisfied from a review of reports that I received subsequent to those meetings that the meetings were agreed to by the proponents and were neutral in their context.

I have reviewed the RFP documents. I am satisfied that the provisions of the RFP documents are neutral in the sense that they confer no particular advantage, or detriment, to any proponent or potential proponent.

As the RFP process unfolded I received no complaints or expressions of concern from any of the identified proponents, or any potential proponent which in the end determined not to submit a proposal.

The course charted by the RFP documents in this somewhat unusual project was followed. This included the evaluation of proposals by the Evaluation Team. The evaluation process conferred no benefit on any one of the proponents to the exclusion of the others. Having reviewed the scoring, I note that the result was not what any reasonable person could conclude was close.

To summarize, the RFP documents are fair in that they are clear and confer no particular advantage on anyone. Nor do they confer a disadvantage to any proponent or potential proponent.

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The meetings with the proponents also confer no advantage or disadvantage to any of the proponents, or potential proponents.

The evaluation of the proposals submitted followed the provisions of the RFP and, in my view, was fair in all respects.

If anything further is required, please let me know.

Yours very truly,



Coulter A. Osborne

ATIA - 19(1)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: May 27, 2018 6:53 PM
To: Tippins, Shawn (INFC)
Subject: FW: Follow Up - found this from way back
Attachments: Item 4.1- Overview Summary Memo.doc; MEM_Quayside Outreach and Marketsounding_November 2017_VER_004_FNL.PDF

From: Edward Chalupka [redacted]@waterfrontoronto.ca]
Sent: December 21, 2017 2:35 PM
To: Campbell, Glenn (INFC)
Cc: William Fleissig
Subject: Follow Up

Glenn –

Thanks again for taking the time to meet with Will and I on Tuesday and providing us with an update on the current status of the Bank.

As promised I am following up with a few documents we discussed at our meeting:

1. A copy of the Quayside Funding and Innovation Partner Framework Agreement summary (attached)

2. Our very recently approved corporate pan – See link below
http://waterfrontoronto.ca/nbe/wcm/connect/waterfront/edd1b158-e085-4ef6-9c89-03058e188dbc/WT+Corporate+Plan+18-19_FINAL+APPROVED.pdf?MOD=AJPERES&CONVERT_TO=url&CACHEID=edd1b158-e085-4ef6-9c89-03058e188dbc
3. Another Quayside memo that outlines our RFP and market sounding/outreach process (also attached).

As a next step we would like to arrange for a time to have you and some of your colleagues meet with us and the Sidewalk Labs team in the new year either in Toronto or Ottawa. We will reach out to your office in early 2018 to schedule something.

Happy Holidays and I hope you have a restful break.

Ed

edward chalupka | director, government relations | **Waterfront Toronto** | 1310-20 bay street | toronto ON M5J 2N8 | [redacted]
[redacted]@waterfrontoronto.ca | www.waterfrontoronto.ca

WATERFRONToronto

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Page(s) 763 to 768
are withheld
pursuant to paragraph
20(1)(b) & 20(1)(d)
of the *Access to Information Act*

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La/les page(s) 763 à 768
Font l'objet d'une exception totale
conformément aux dispositions de paragraphe
20(1)(b) & 20(1)(d)
de la *loi sur l'accès à l'information*

WATERFRONToronto

MEMORANDUM

To: Quayside Committee of Waterfront Board of Directors
From: Kristina Verner
Cc: William Fleissig, Meg Davis, Marisa Piattelli, Ian Beverley, Kevin Newson, Erik Cunnington
Date: December 7, 2017
Re: CONFIDENTIAL: Quayside Innovation and Funding Partner RFP Outreach & Market Sounding

---

On March 17, 2017 Waterfront Toronto released the Quayside Innovation and Funding Partner Request for Proposal ("RFP") to the market through local, national and international channels. The Partner was selected through a competitive RFP process which was guided by a Steering Committee, Process Manager and Fairness Advisor.

During the year leading up to the creation of the RFP, market research, including market sounding interviews were conducted. These two-hour sessions with individual companies and organizations included a standardized presentation on the vision and objectives of the Quayside project, as well as a structured dialogue to understand the market's enthusiasm for this innovative approach. Meetings were held with over 50 companies or institutions. A comprehensive list has been included as **Appendix 'A'**.

As part of the broader outreach, Waterfront Toronto also hosted the "Going to Scale Summit" on November 11, 2016 to further validate the key findings and approaches from the market soundings for the Quayside Innovation & Funding Partner RFP. Organizations in attendance at the Going to Scale Summit have been provided in **Appendix 'B'**. To ensure that all parties had access to the same information as it evolved during the market sounding process, Waterfront Toronto representatives provided an updated presentation prior to the blackout period for those companies and organizations that had been interviewed during the earliest stages of the market sounding process and had expressed an interest to be informed of the process.

After drafting and legal review of the document, the RFP was released on March 17, 2017. At this point a *strict procurement black-out period was in effect for the duration of the procurement process*. This blackout ensured that the Corporation's procurement process was fair, open and transparent to all Proponents, there was no communication between the Corporation, its consultants or contractors and the Proponents apart from the RFP procurement contact (the "Process Manager") noted in the RFP document during the blackout period.

The RFP was broadly disseminated and promoted through a variety of methods, including MERX (Canada's electronic tendering service). Additional promotional methods selected were intended to gain as broad and international a distribution and circulation as possible, including:

- Canada News Wire (Canadian Comprehensive Technology Package): National distribution;
- Intelligent Community Forum Canada Newsletter – Distribution to 1,400+ tech companies and economic development professionals across Canada;
- MIPIM (largest global real estate trade show held in Europe): presentations to international audiences, including keynote plenary;
- UK Property Forum: distribution to over 60,000 members; and,

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- LinkedIn: targeted campaign to an international audience (including UK, UAE, France, Germany, Netherlands, Singapore, Hong Kong). Total impressions of approximately 61,500.
- Waterfront Toronto: promoted across all digital and social media channels.

In addition, there was significant media coverage of the RFP release including:

- The Globe and Mail
- BNN (Business News Network)
- Bloomberg Canada News
- Metro News
- Daily Commercial News

An optional meeting for potential bidders on March 30, 2017 which included the companies below. This is not a comprehensive list as six companies in attendance requested that their identities not be disclosed by way of returning a signed Opt-Out letter.

- AECOM
- China State Construction
- Consulate of Sweden (Toronto)
- Entuitive
- Great Gulf
- White Arkitekter Anna Kerr
- IBM Canada Innovation Office
- Plan Group
- Smith + Andersen
- Stand Development & Consulting, Inc.

Process

The Partner was selected through a Request for Proposal (RFP) with a Best and Final Offer (BAFO) process. This multi-stage process, provides flexibility of multiple discussions through Commercially Confidential meetings and negotiations. A summary timeline of key dates of the process has been included as **Appendix 'C'.**

In addition to the Evaluation Committee, the process was overseen by a Steering Committee comprised of Waterfront Toronto Board of Directors and executive team representatives, as well as external subject matter experts with deep experience in sustainability, resilience, urban innovation, entrepreneurship and urban planning.

The major steps in this RFP process were as follows:

1. Issuance of RFP to market (local, national and international)
2. Initial Submissions by Proponents
3. Evaluation and shortlist (3 to 5 based on rank order) by Waterfront Toronto, with input from subject matter experts that were procured and engaged by Waterfront Toronto
4. Approval of shortlist by Steering Committee
5. Interviews/Commercially Confidential Meetings and Negotiations (4 rounds for each shortlisted proponent)
6. Issuance of final submission requirements
7. Submission of Best and Final Offers (BAFO) by Proponents
8. Evaluation and selection of successful Proponent by Waterfront Toronto, with input from subject matter experts that were procured and engaged by Waterfront Toronto
9. Approval of successful Proponent by Steering Committee
10. Approval by Waterfront Toronto Board

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Waterfront Toronto received six submissions to RFP# 2017-13. One of the submissions was not compliant with the requirements and was disqualified from the process. The five remaining submissions received were from the following firms:

[redacted]

After a rigorous evaluation process by the Evaluation Team and external subject matter experts and due diligence review by the Steering Committee, the following firms were invited to continue to the second stage in the process:

[redacted]

Please note that all proponents had requested that through the process their information be kept confidential. However, the RFP provided for the release of this information as requested, to our government stakeholders.

Four rounds of Commercially Confidential Meetings were held with each of the shortlisted proponents to advance their understanding of the project and clarify their final offer. These meetings were overseen by the Process Manager as well as the Fairness Advisor. All proponents were offered the same access to Waterfront Toronto's team, in terms of frequency and duration, to seek information and clarify elements of their submission. Commercially Confidential Meetings #1, #2 and #4 had were structured as seven-hour sessions for each team and had a consistent agenda that reflected the RFP objectives and submission requirements. Commercially Confidential Meeting #3 was in the form of site visits to precedent project sites where each team was offered two eight-hour blocks of time to program that would demonstrate their team's capacity and approaches that would advance the Quayside project. The projects showcased demonstrated the firm and/or individual team member's expertise as it related to Quayside, including innovation capacity, competence in planning and operationalizing highly complex projects, and partnership experience. All costs associated with these site visits were paid by Waterfront Toronto. These site visits were attended by two members of the Evaluation Committee, two members of the Steering Committee, and the Director of Procurement who observed all the presentations and prepared a formal report to the Fairness Advisor.

All phases of this RFP process are overseen by the Process Manager and an independent Fairness Advisor, the Hon. Coulter Osborne, Q.C.. In addition, Waterfront Toronto retained Dentons to provide procurement legal advisory services throughout the process. A report from the Fairness Advisor has been provided in **Appendix 'D'**.

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Appendix 'A'
Market Sounding Participants

1. 3C
2. AECOM
3. Bell Canada/Bell Mobility/Cerco Cable
4. Bouygues Group
5. Business Sweden
   (with Volvo, Novabus and Envac)
6. Castlepoint Numa
7. Chubu Electrical, Japan
8. Cisco Systems Canada
9. Colas Canada
10. Consulate of the Netherlands/Deltares Group
11. CTA Cleantech
12. DREAM
13. Echelon Corporation
14. Ellis Don
15. EnWave
16. First Gulf/Great Gulf
17. GE Canada
18. George Brown College
19. Globalive Capital
20. Hatch
21. Hines Development
22. IBM Canada
23. Integral Group
24. InstarAGF
25. MaRS Discovery District
26. Mattamy Homes
27. Menkes Development
28. Mentis Services
29. Minto Developments
30. OCADU
31. OMERS
32. OMERS Ventures
33. OneEleven
34. Ontario Centres of Excellence
35. Oxford Properties
36. Realstar
37. Sidewalk Labs
38. Siemens AG
39. Siemens Canada
40. Siemens Financial Services
41. Stantec
42. Termobuild
43. Thales
44. Toronto Hydro
45. Trillium Housing
46. Windmill Developments
47. Altus Group
48. McKinsey Canada
49. Boston Consulting Group
50. View Glass
51. Daniels Corporation
52. Kilmer Group

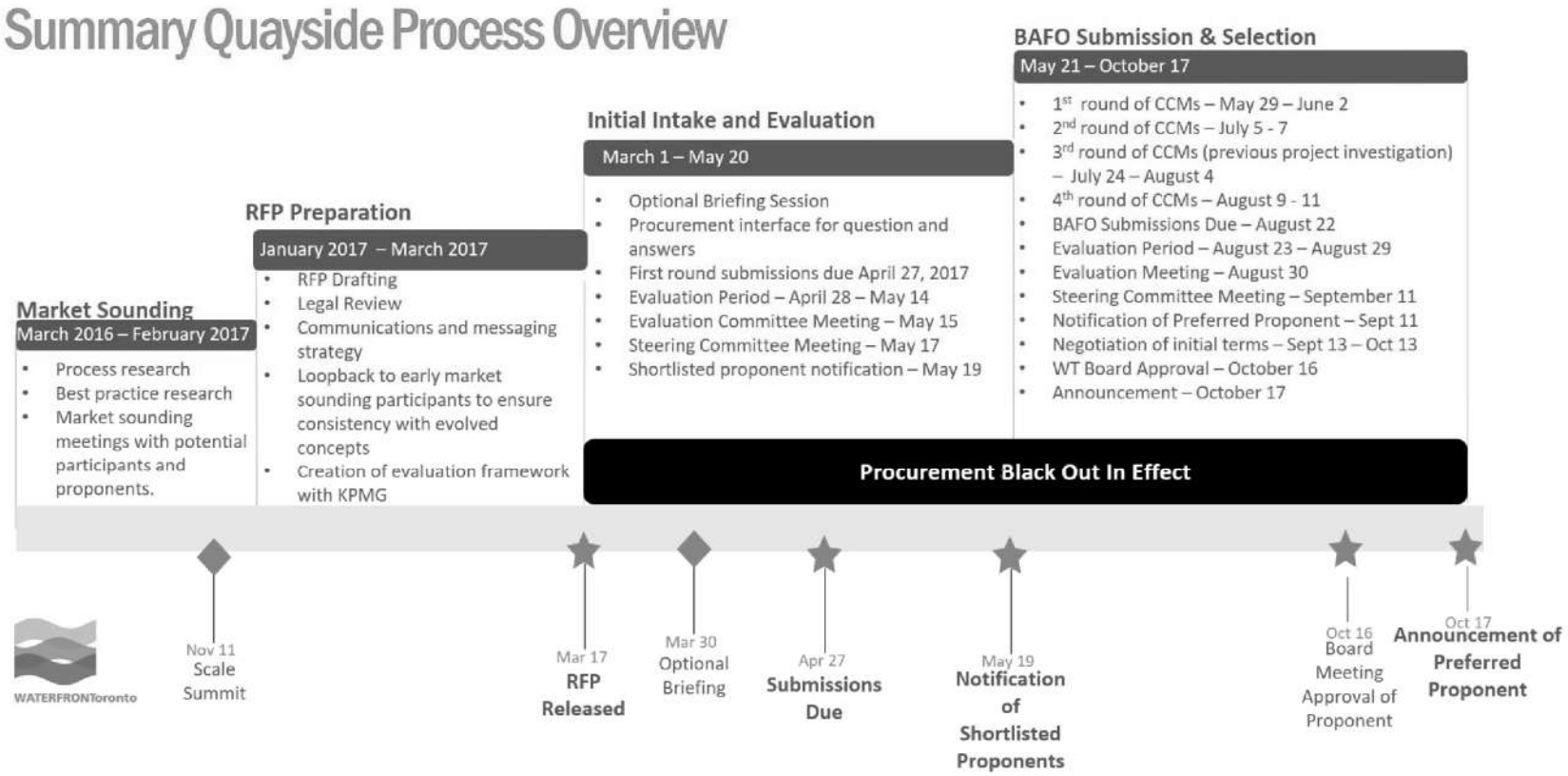
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Appendix B
Attendees at the November 11, 2016 Scale Summit

Ambience Data
Autodesk
BASF Canada
Blackstone Energy
Brookfield Institute for Innovation + Entrepreneurship
CHAR Technologies Ltd.
Cisco Systems
City of Toronto, Office of the Mayor
EllisDon Corporation
EllisDon Corporation
George Brown College
Government of Ontario, The Office of the Premier
Hill + Knowlton Strategies
IBM Canada
Innovation Policy Lab, Munk School of Global Affairs
MaRS Discovery District
McKinsey & Company
Mentis Services
OCAD University
OneEleven
Ontario Centres of Excellence
Ryerson University
Siemens Canada
The Pivotal Point
Toronto Region Board of Trade
Tower Labs
University of Toronto
View Inc.
WaterTAP
WatrHub Inc.
Windmill Development Group

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Appendix 'C'
Summary of Key Process Milestones



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Appendix D
Legal Opinion & Fairness Report
Regarding RFP 2017-13

- Letter from the Hon. Coulter Osborne, Q.C., Fairness Advisor

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October 11, 2017

Kevin Newson
Director of Procurement
Waterfront Toronto
20 Bay St, Suite 1310
Toronto, ON
M5J2N8

Dear Mr. Newson,

Re: RFP 2017-13

I was appointed Fairness Advisor in connection with the above noted RFP. Looked at generally, my mandate was to ensure that all aspects of this project were fair, open, transparent, and equitable. In the course of the evolution of the RFP I attended meetings with three identified proponents as well as meetings of the Evaluation Team and the Steering Committee, both of which were established through the RFP.

The Evaluation Team met with the three proponents at the proponents' business premises. I did not attend those meetings. I am, however, satisfied from a review of reports that I received subsequent to those meetings that the meetings were agreed to by the proponents and were neutral in their context.

I have reviewed the RFP documents. I am satisfied that the provisions of the RFP documents are neutral in the sense that they confer no particular advantage, or detriment, to any proponent or potential proponent.

As the RFP process unfolded I received no complaints or expressions of concern from any of the identified proponents, or any potential proponent which in the end determined not to submit a proposal.

The course charted by the RFP documents in this somewhat unusual project was followed. This included the evaluation of proposals by the Evaluation Team. The evaluation process conferred no benefit on any one of the proponents to the exclusion of the others. Having reviewed the scoring, I note that the result was not what any reasonable person could conclude was close.

To summarize, the RFP documents are fair in that they are clear and confer no particular advantage on anyone. Nor do they confer a disadvantage to any proponent or potential proponent.

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The meetings with the proponents also confer no advantage or disadvantage to any of the proponents, or potential proponents.

The evaluation of the proposals submitted followed the provisions of the RFP and, in my view, was fair in all respects.

If anything further is required, please let me know.

Yours very truly,



Coulter A. Osborne

ATIA - 16(2)

Renshaw, Brett (INFC)

From: Campbell, Glenn (INFC)
Sent: May 24, 2018 1:06 PM
To: Murchison2, David (INFC)
Subject: Fw: 47682 - DM meeting with Toronto City Manager GC edits May 24
Attachments: 47682 - DM meeting with Toronto City Manager GC edits May 24.doc

Importance: High

Glenn Campbell
[redacted]
613 941-0722 (w)

From: Tippins, Shawn (INFC)
Sent: Thursday, May 24, 2018 12:58 PM
To: Smiley, Helen (INFC); Roche, Jessica (INFC); Fraser, Sarah Jane (INFC)
Cc: Campbell, Glenn (INFC); Peets, Gerard (INFC); Popesco, Tatiana (INFC); Wellman, Angela (INFC); Westfield, Chris (INFC); Cardinal2, Patrick (INFC)
Subject: 47682 - DM meeting with Toronto City Manager GC edits May 24

Hi - Glenn has had an opportunity to review the City of Toronto package with me and approves with the two track changes included in the attached. SCC directorate will make sure that a hardcopy of this revised version is included is included in Kelly's package. Thx, ST.

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Infrastructure Canada

UNCLASSIFIED

SCENARIO NOTE TO THE DEPUTY MINISTER

MEETING BETWEEN
DEPUTY MINISTER OF INFRASTRUCTURE AND COMMUNITIES AND
GIULIANA CARBONE, CITY MANAGER, CITY OF TORONTO

MEETING DETAILS

- **DATE/TIME**: Friday, May 25, 2018, 2:00 p.m. to 3:00 p.m.
- **LOCATION**: City Hall, 100 Queen St W, Toronto, ON M5H 2N2, Room TBD
- **PARTICIPANTS**:

  Infrastructure Canada
  - Ms. Kelly Gillis, Deputy Minister of Infrastructure and Communities

  City of Toronto
  - Giuliana Carbone, Interim City Manager, City of Toronto

ISSUE

- This is your first face-to-face meeting with the Interim City Manager of the City of Toronto. At this meeting, you may wish to exchange views on how INFC and the City see their interests and roles with respect to Toronto Waterfront.

KEY CONSIDERATIONS

- During the last Toronto Waterfront Revitalization Initiative (TWRI) – Intergovernmental Steering Committee (IGSC) meeting on May 10, 2018, the City of Toronto, Infrastructure Ontario, and INFC committed to clarify the role of all three levels of government toward the Toronto Waterfront Revitalization Initiative (TWRI) given the implementation of the Quayside project, and the Port Lands Flood Protection and Enabling Infrastructure Project Contribution Agreement (PLFP CA) executed on May 1, 2018.

- During the meeting, you clearly laid out the expectation that INFC would engage on high-level strategic issues and act as a bridge back to the federal family, but that INFC would not get involved on issues that are otherwise better left with Waterfront Toronto's management and Board – such as oversight of operational matters.

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ATIA - 21(1)(a)

ATIA - 21(1)(b)

[redacted]

KEY BACKGROUND

- Ms. Carbone was appointed Deputy City Manager on June 1, 2015 and on April 4, 2018, she was appointed Interim City Manager for the City of Toronto.
- The City Manager is the most senior official in the City's administrative structure. She is accountable to City Council for the policies and programs delivered by members of the Toronto Public Service. The City Manager is assisted by three Deputy City Managers and the Chief Financial Officer.
- INFC has been working closely with city of Toronto officials in the context of IBAs and projects related to Waterfront Toronto. Both organizations connect on a regular basis at the senior management level. Working level connections might develop soon with the possible establishment of an Oversight Committee at the Director Level.

[redacted]

2

[redacted]

- Canada has determined that there is a legal duty to consult Indigenous groups for the PLFP. All parties will make efforts to coordinate the consultation and share information.

- INFC has been monitoring data and privacy issues related to Waterfront Toronto and the Quay side project– mindful of the national conversations on these issues and possible higher level approaches being considered by the Government of Canada. We would be moving beyond this stance if we were to work with Toronto and Ontario in an interventionist fashion in Waterfront Toronto's dealings with Sidewalk in this area.

POINTS TO REGISTER

[redacted]

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Attachments:

Annex A – Biography Giuliana Carbone, Acting City Manager, City of Toronto
Annex B – Table of roles of all three orders of governments – Quayside

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ANNEX A

Giuliana Carbone
Manager, City of Toronto



On April 4, 2018, Giuliana Carbone was appointed Interim City Manager for the City of Toronto. A Certified Public Accountant with over 30 years of management experience with the City of Toronto and former city of North York, Giuliana has been the Deputy City Manager for the City's Social and Community Services cluster since June 2015.

Prior to her appointment as Deputy City Manager, Giuliana was the City Treasurer for six years after a successful term as Director, Revenue Services for 10 years. From 1984 to 1998, Giuliana worked as the Director of Administrative Services for the former City of North York's Public Health Department.

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